

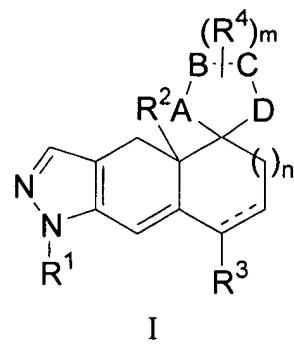
Amendments to the Claims:

This listing of claims replaces all prior versions and listings of claims in the application.

Listing of Claims:

1 to 7. (Canceled)

8. (Currently Amended) A pharmaceutical composition comprising a compound of Formula I



Wherein

m is 0, 1, 2 or 3;

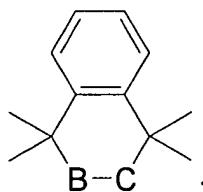
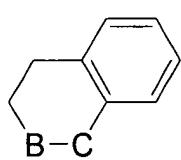
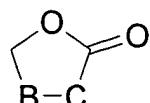
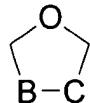
n is 0 or 1;

-A-B-C-D- is selected from the group consisting of:

- (1) -CH₂-CH₂-CH₂-O-,
- (2) -CH₂-CH₂-C(O)-O-,
- (3) -CH=CH-C(O)-O-,
- (4) -O-CH₂-CH₂-CH₂-,
- (5) -O-C(O)-CH₂-CH₂-,
- (6) -HC=CH-CH₂-O-,
- (7) -CH₂-HC=CH-O-,
- (8) -CH₂-CH₂-C(O)-NH-,
- (9) -CH₂-NH-CH₂-CH₂-,
- (10) -CH₂-NH-C(O)-O-,
- (11) -NH-C(O)-NH-C(O)-,

- (12) $-\text{C}(\text{O})-\text{NH}-\text{C}(\text{O})-\text{NH}-$,
- (13) $-\text{NH}-\text{C}(\text{O})-\text{NH}-\text{CH}_2-$,
- (14) $-\text{NH}-\text{C}(\text{O})-\text{NH}-\text{C}(=\text{S})-$,
- (15) $-\text{O}-\text{CH}_2-\text{CH}_2-\text{O}-$ and
- (16) $-\text{S}-\text{CH}_2-\text{CH}_2-\text{S}-$;

provided that when the atoms at positions B and C of $-\text{A}-\text{B}-\text{C}-\text{D}-$ are both carbon atoms, said atoms may be joined together to form a ring selected from



R^1 is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH_3 ,
- (c) CH_3 , and
- (d) CN ;

R^2 and R^3 are each individually hydrogen or methyl; and

each R^4 is independently selected from the group consisting of

- (1) $-\text{OH}$,
- (2) $-\text{C}_1\text{-6alkyl}$ optionally substituted with 1, 2 or 3 substituents selected

independently from hydroxy, oxo, $-\text{COOH}$, amino, methylamino, di-methylamino, $=\text{S}$, and halo,

(3) $\text{C}_2\text{-6alkenyl}$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and $-\text{C}(\text{O})-\text{O}-\text{C}_1\text{-2alkyl}$,

(4) $\text{C}_2\text{-6alkynyl}$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy and halo,

(5) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, C₁-2alkyl, -COOH, -C(O)-O-CH₃ and halo,

(6) -C₁-2alkyl-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁-2alkyl and halo,

(7) -CO₂H,

(8) -CO₂C₁-3alkyl,

(9) -OC₁-3alkyl,

(10) -SO₂-C₁-3alkyl,

(11) -SO₂-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁-2 alkyl and halo

(12) -C₁-2alkyl-O-C₁-2alkyl,

(13) -C₁-2alkyl-O-C₂-4alkenyl,

(14) -C₁-2alkyl-O-phenyl optionally substituted with with 1, 2 or 3 substituents independently selected from hydroxy, C₁-2alkyl and halo,

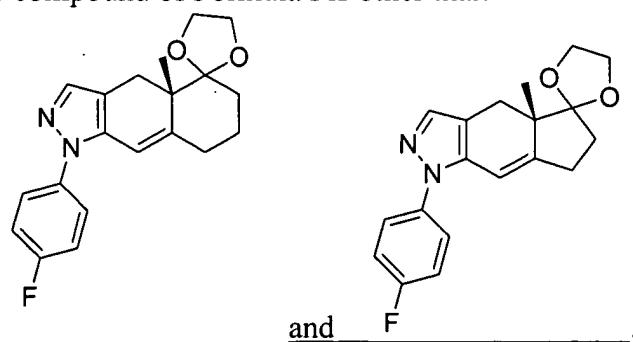
(15) -C₁-2alkyl-C(O)O-C₁-2alkyl,

(16) 2-(1,3-dioxan)ethyl,

(17) -C₁-2alkyl-C(O)-NH-phenyl and

(18) -C₁-2alkyl-C(O)-NHN;

in combination with a pharmaceutically acceptable carrier,
with the proviso that the compound of Formula I is other than



9. (Previously Presented) The pharmaceutical composition according to claim 8

wherein

Each R⁴ is independently selected from the group consisting of

(1) -OH,

(2) -C1-6alkyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, oxo, -COOH, amino, methylamino, di-methylamino, thio, and halo,

(3) C₂-6alkenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and -C(O)-O- C₁-2alkyl,

(4) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, C1-2alkyl, -COOH, -C(O)-O-CH₃ and halo,

(5) -C₁₋₂alkyl-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,

(6) -SO₂-C₁₋₃alkyl, and

(7) -C₁₋₂alkyl-OC₁₋₂alkyl.

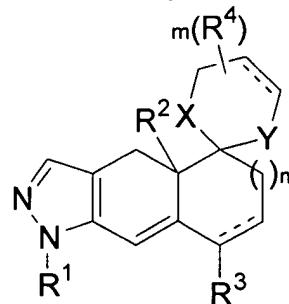
10. (Previously Presented) The pharmaceutical composition according to claim 9
wherein

-A-B-C-D- is selected from the group consisting of:

- (1) $-\text{CH}_2\text{--CH}_2\text{--CH}_2\text{--O--}$,
 - (2) $-\text{CH}=\text{CH--CH}_2\text{--O--}$,
 - (3) $-\text{CH}_2\text{--CH=CH--O--}$,
 - (4) $-\text{O--CH}_2\text{--CH}_2\text{--CH}_2\text{--}$,
 - (5) $-\text{O--CH}_2\text{--CH}_2\text{--O--}$,
 - (6) $-\text{S--CH}_2\text{--CH}_2\text{--S--}$,
 - (7) $-\text{CH}_2\text{--NH--CH}_2\text{--CH}_2\text{--}$, and
 - (8) $-\text{CH}_2\text{--NH--C(O)--O--}$;

R¹ is phenyl optionally mono or di- substituted with halo.

11. (Previously Presented) A compound of Formula II



II

Wherein

m is 0, 1 or 2;

n is 0 or 1;

X and Y are each independently selected from CH₂, S and O;

R¹ is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH₃,
- (c) CH₃, and
- (d) CN;

R² and R³ are each individually hydrogen or methyl; and

each R⁴ is independently selected from the group consisting of

- (1) -OH,
- (2) -C₁₋₆alkyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, oxo, -COOH, amino, methylamino, di-methylamino, =S, and halo,
- (3) C₂₋₆alkenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and -C(O)-O- C₁₋₂alkyl,
- (4) C₂₋₆alkynyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy and halo,
- (5) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, C₁₋₂alkyl, -COOH, -C(O)-O-CH₃ and halo,
- (6) -C₁₋₂alkyl-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,
- (7) -CO₂H,
- (8) -CO₂C₁₋₃alkyl,
- (9) -OC₁₋₃alkyl,
- (10) -SO₂-C₁₋₃alkyl,
- (11) -SO₂-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo
- (12) -C₁₋₂alkyl-O-C₁₋₂alkyl,
- (13) -C₁₋₂alkyl-O-C₂₋₄alkenyl,
- (14) -C₁₋₂alkyl-O-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,

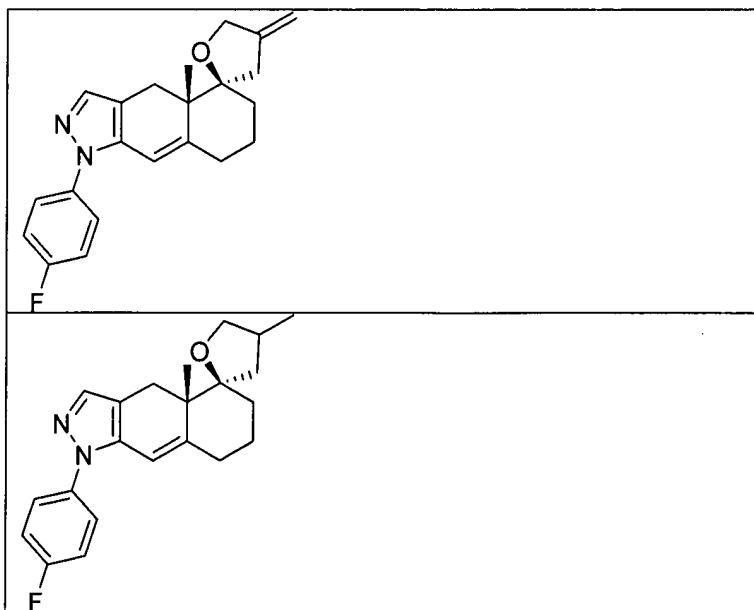
- (15) -C₁-2alkyl-C(O)O-C₁-2alkyl,
- (16) 2-(1,3-dioxan)ethyl,
- (17) -C₁-2alkyl-C(O)-NH-phenyl and
- (18) -C₁-2alkyl-C(O)-NHN.

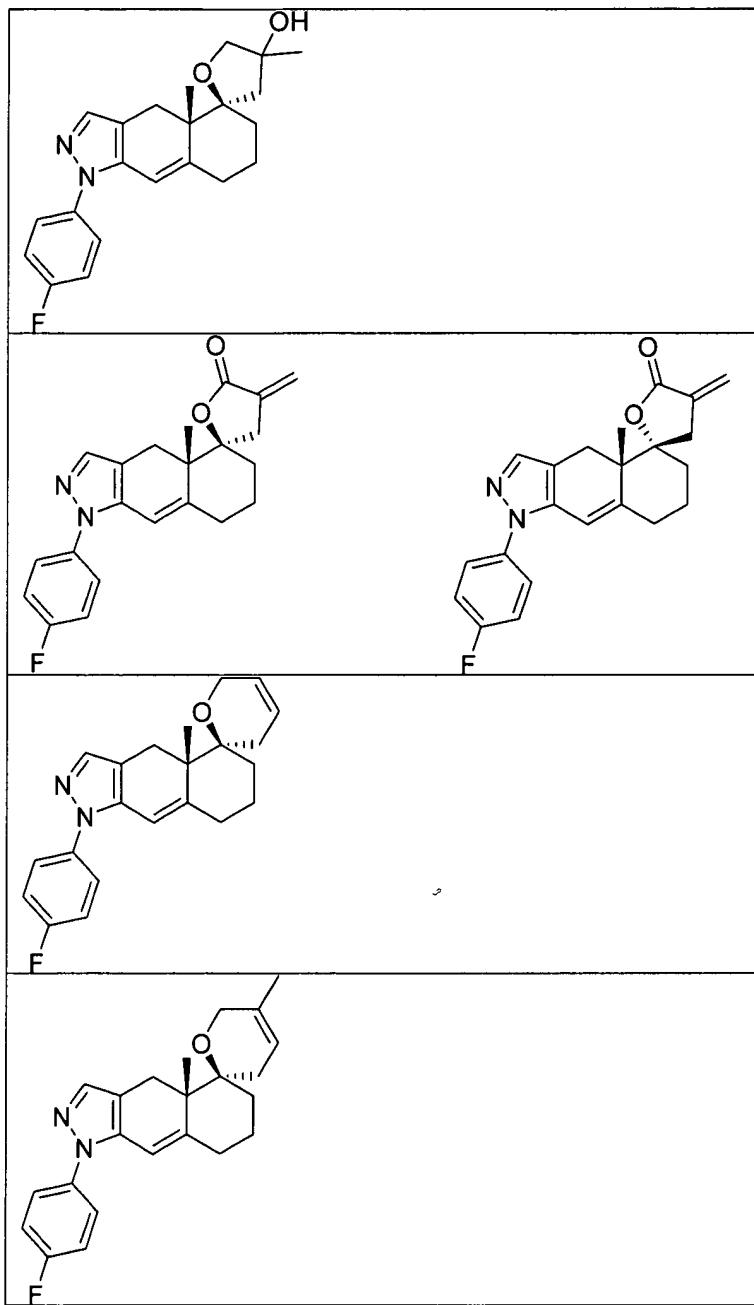
12. (Previously Presented) A compound according to claim 11 wherein each R⁴ is independently selected from the group consisting of -C₁-6alkyl or hydrogen.

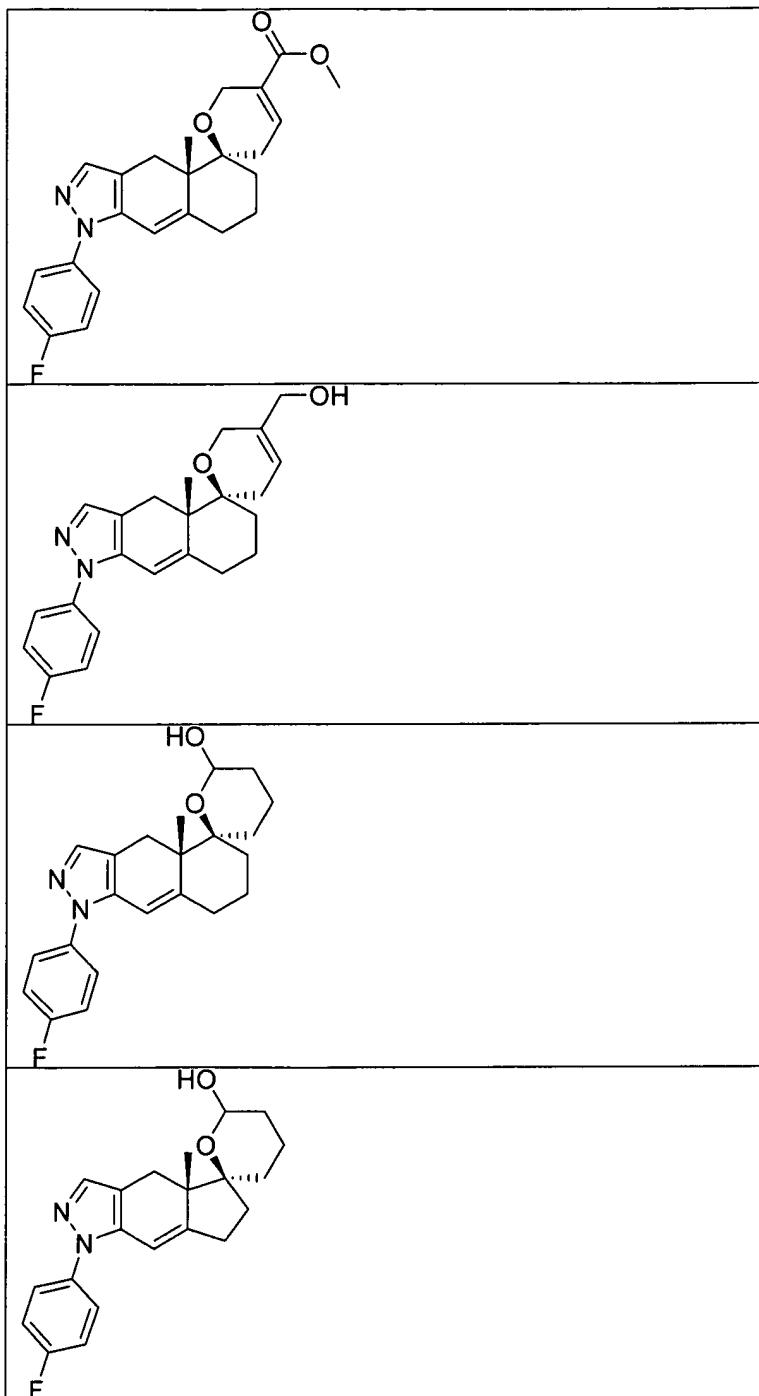
13. (Previously Presented) A compound according to claim 11 wherein X and Y are both O or are both S or X is O and Y is CH₂; and R¹ is phenyl optionally mono or di- substituted with halo.

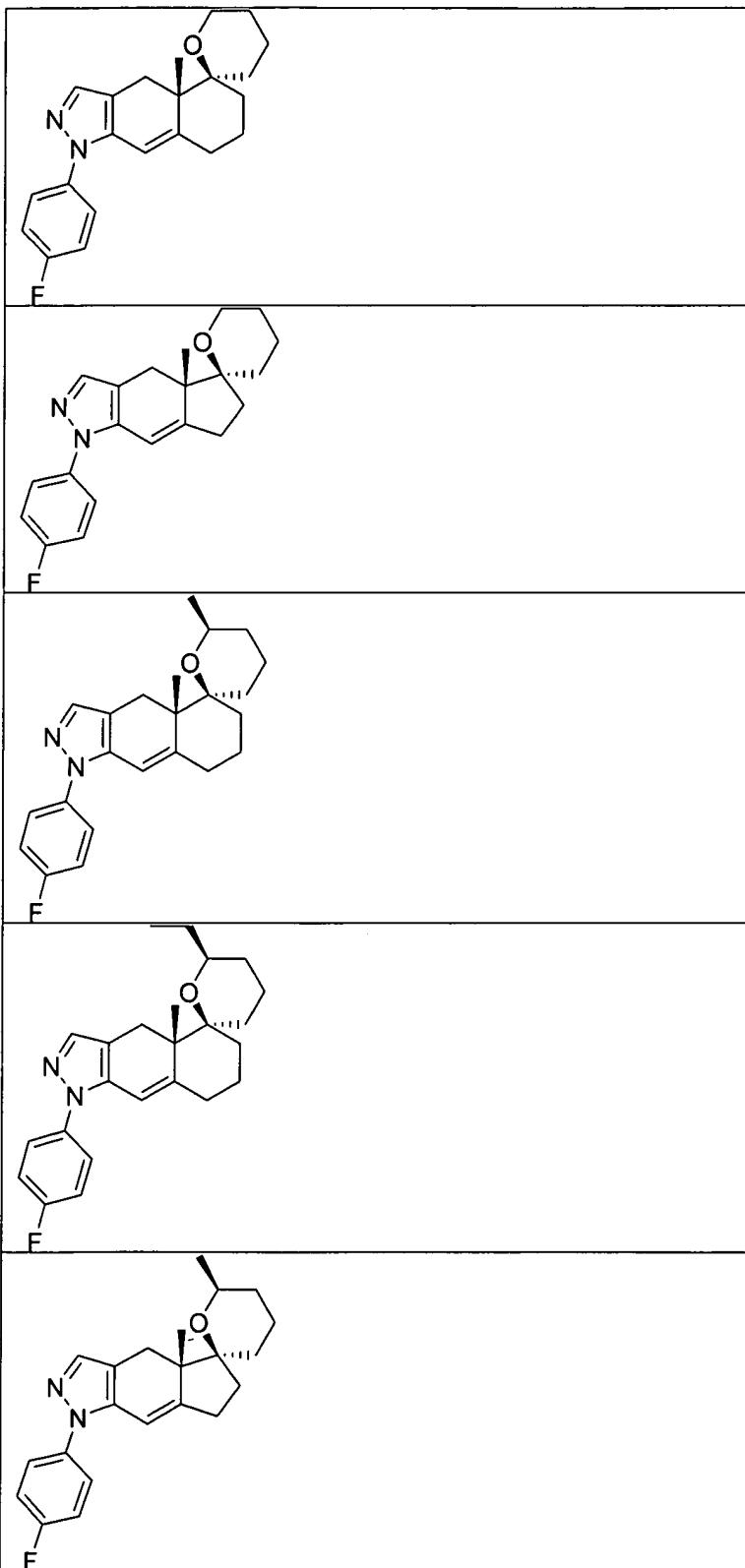
14. (Previously Presented) A compound selected from one of the following groups:

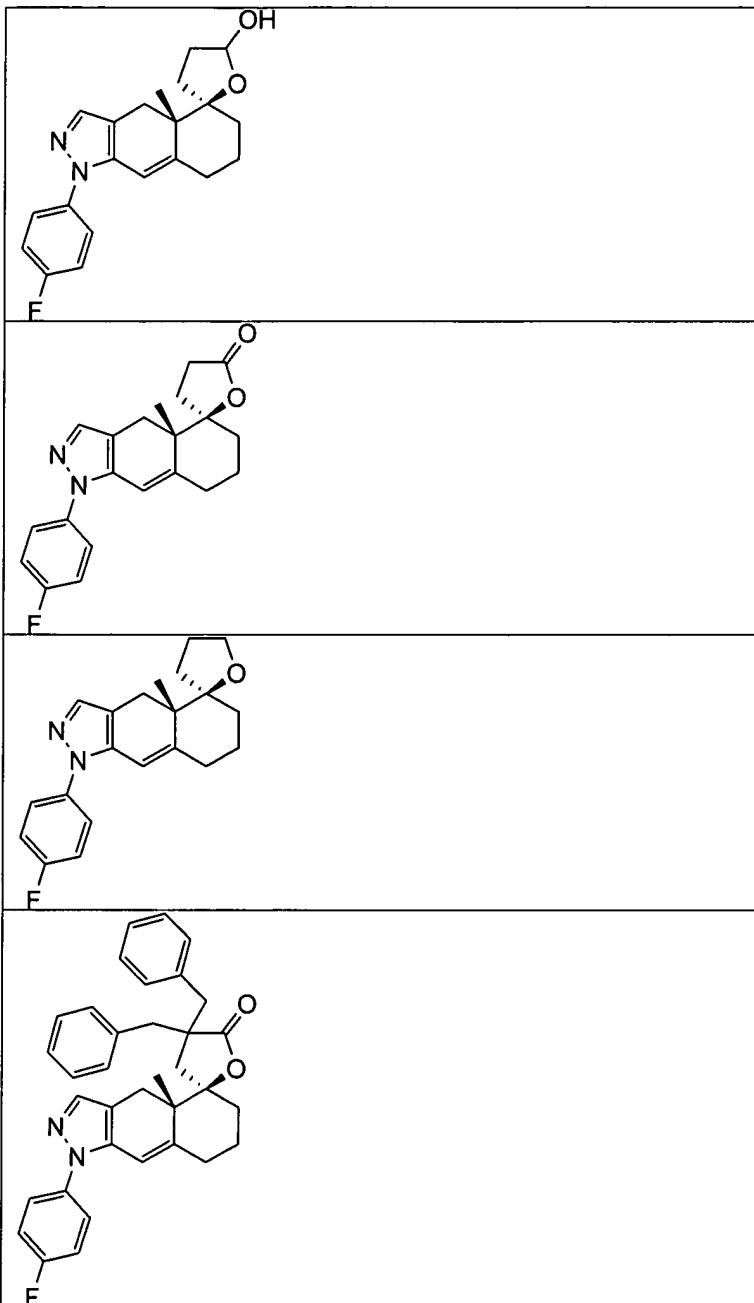
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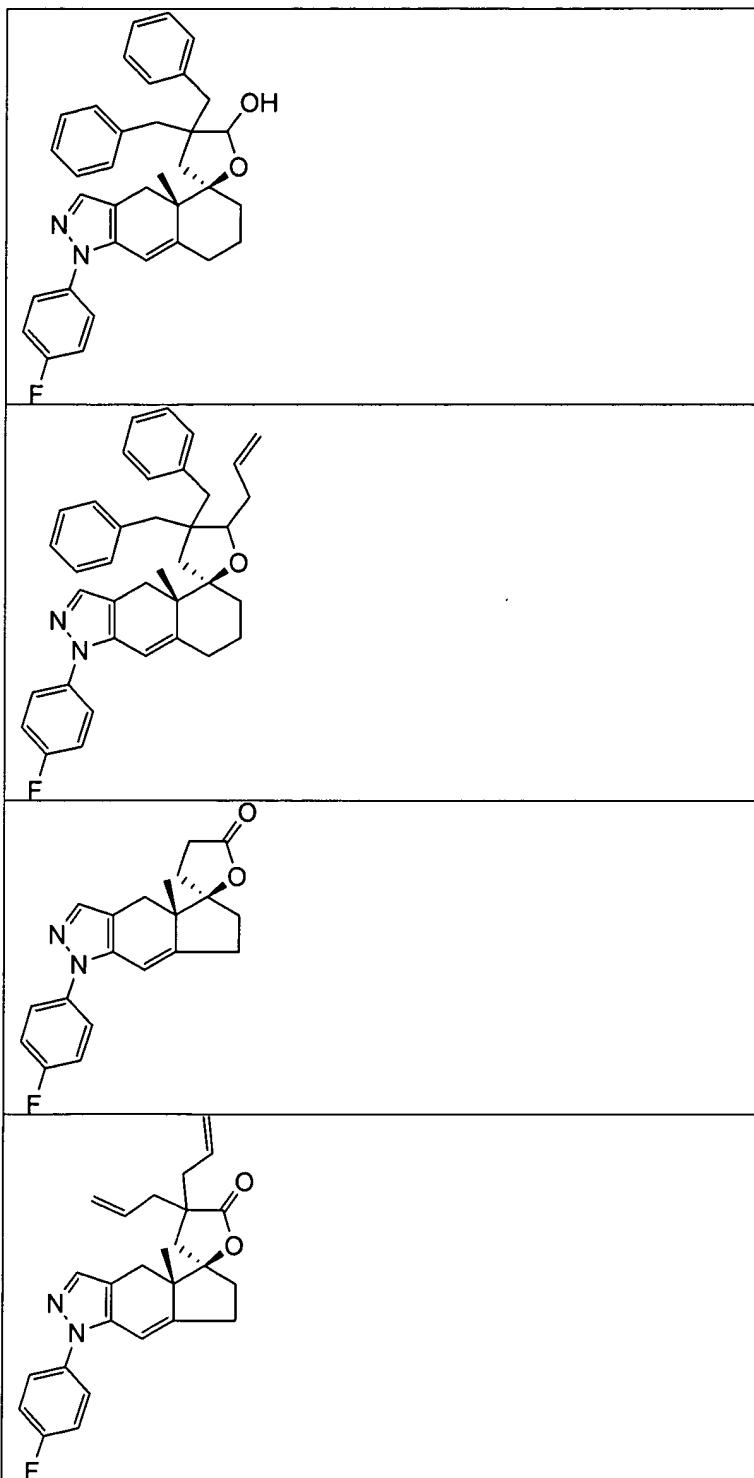


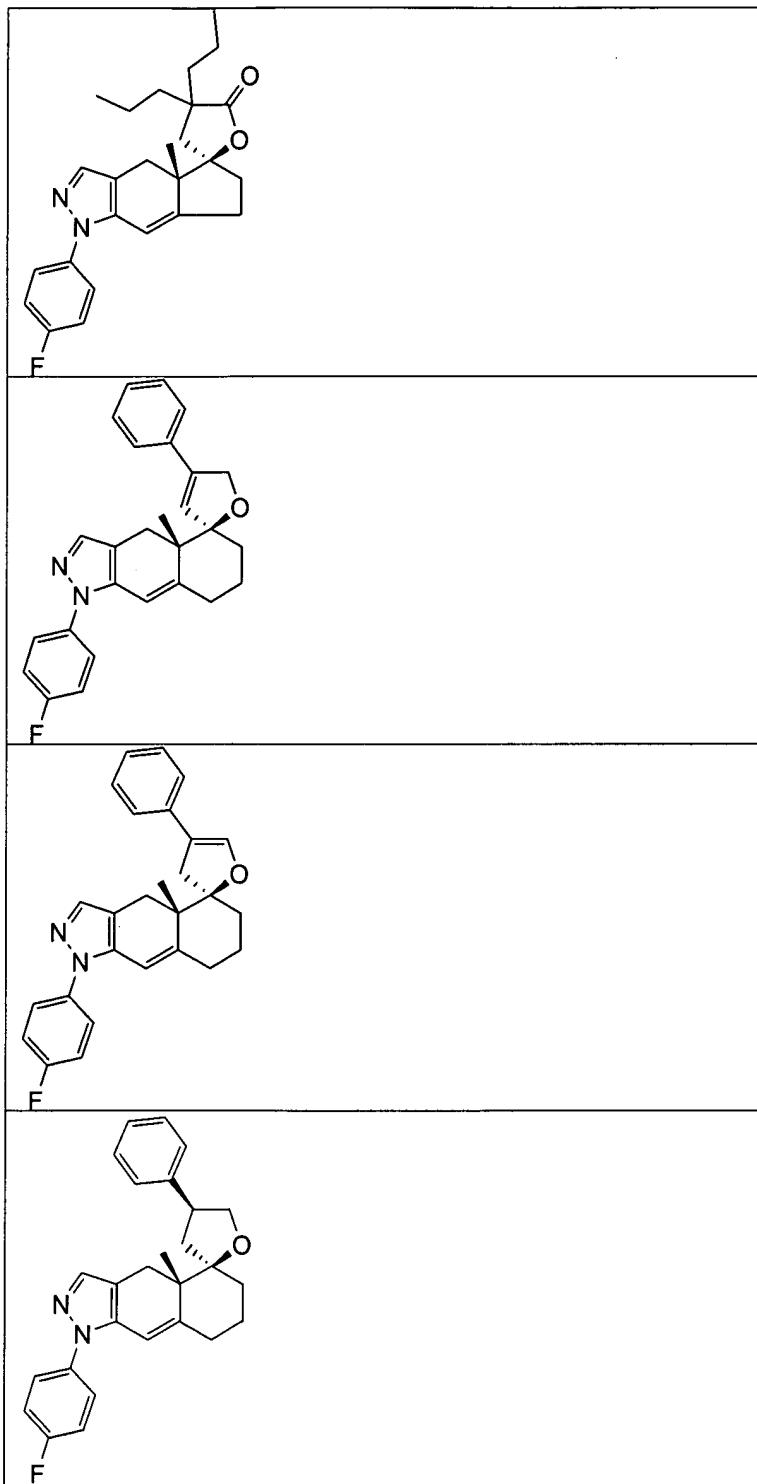


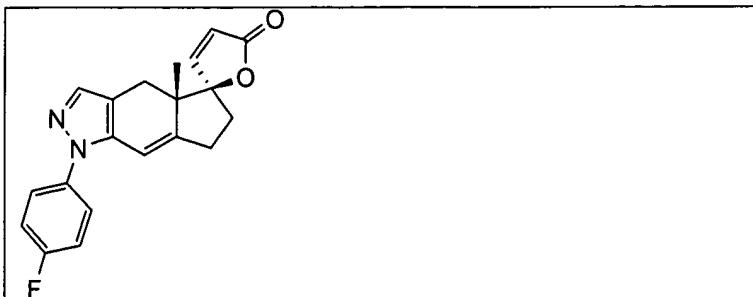




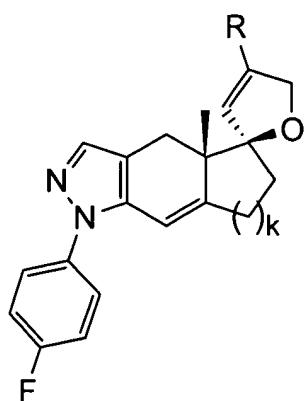






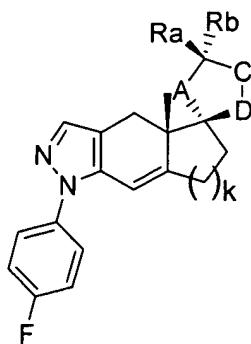


ii)

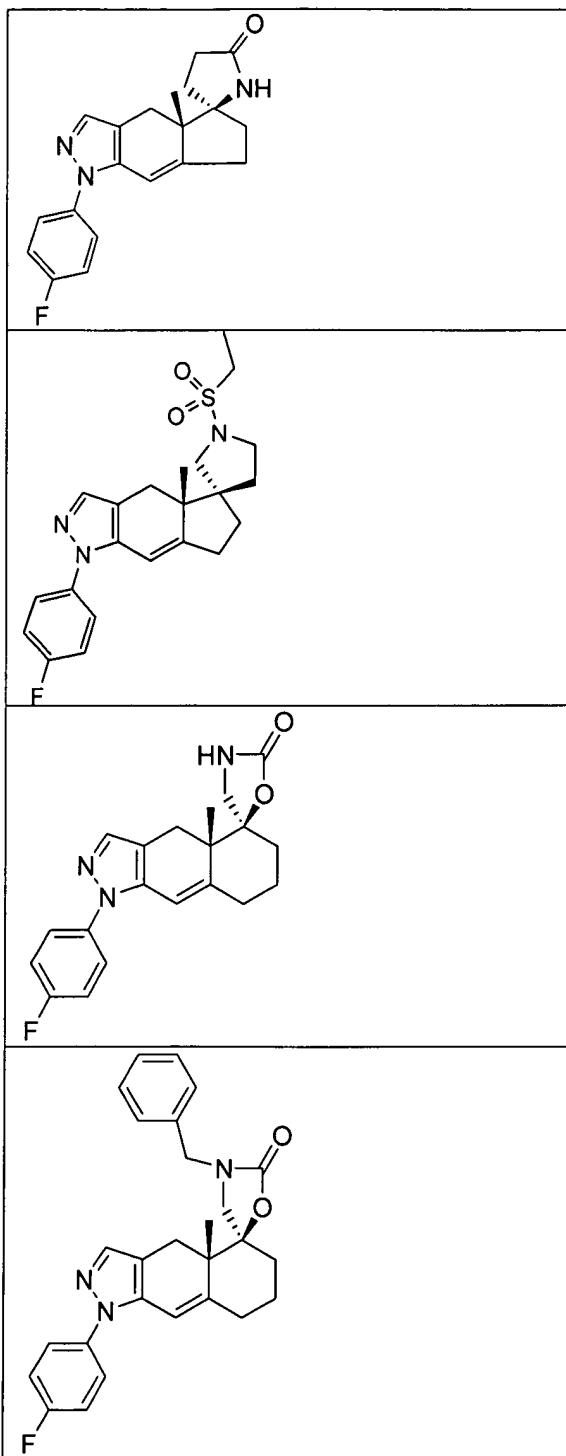


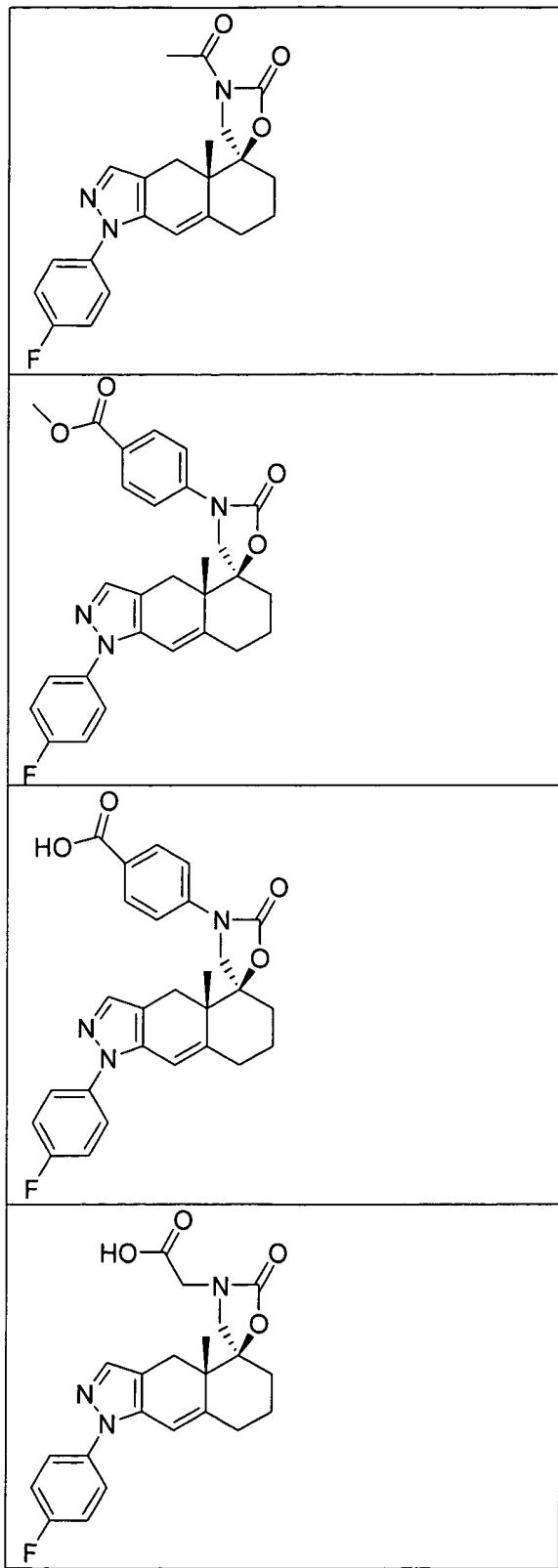
K	R
1	Vinyl
1	Phenyl
1	4-fluorophenyl
2	Benzyl
2	Vinyl
2	Ethyl

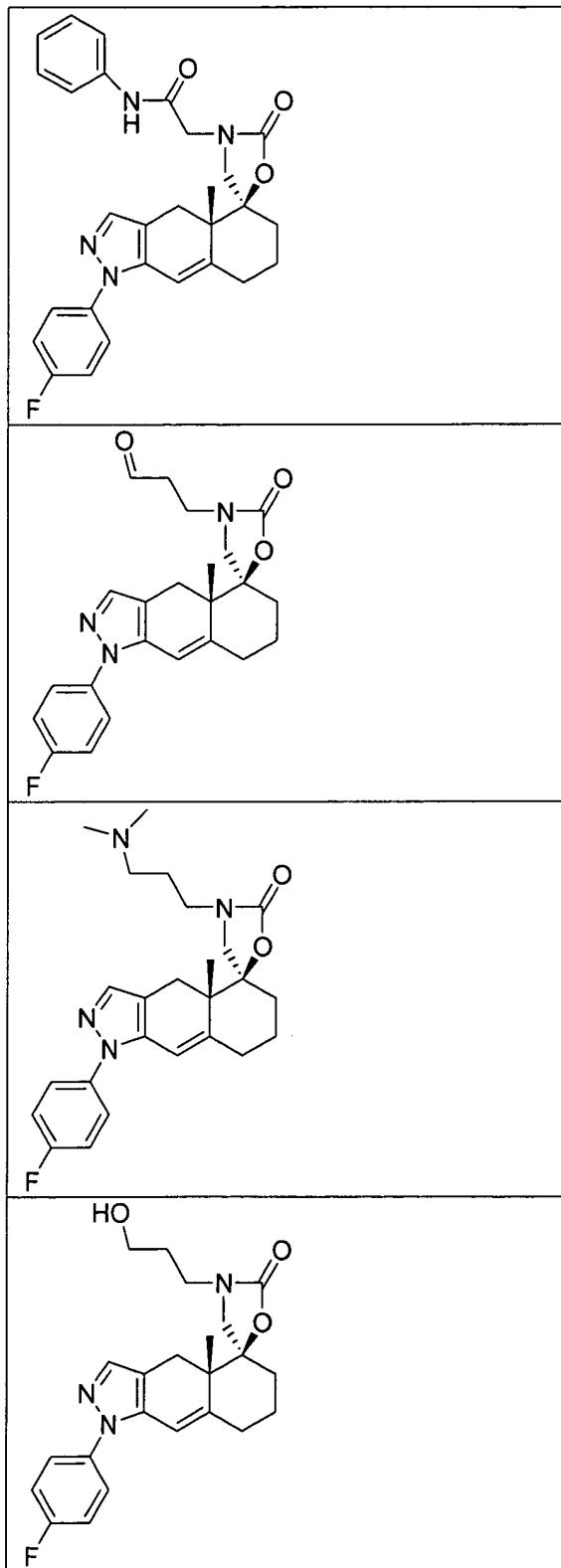
iii)

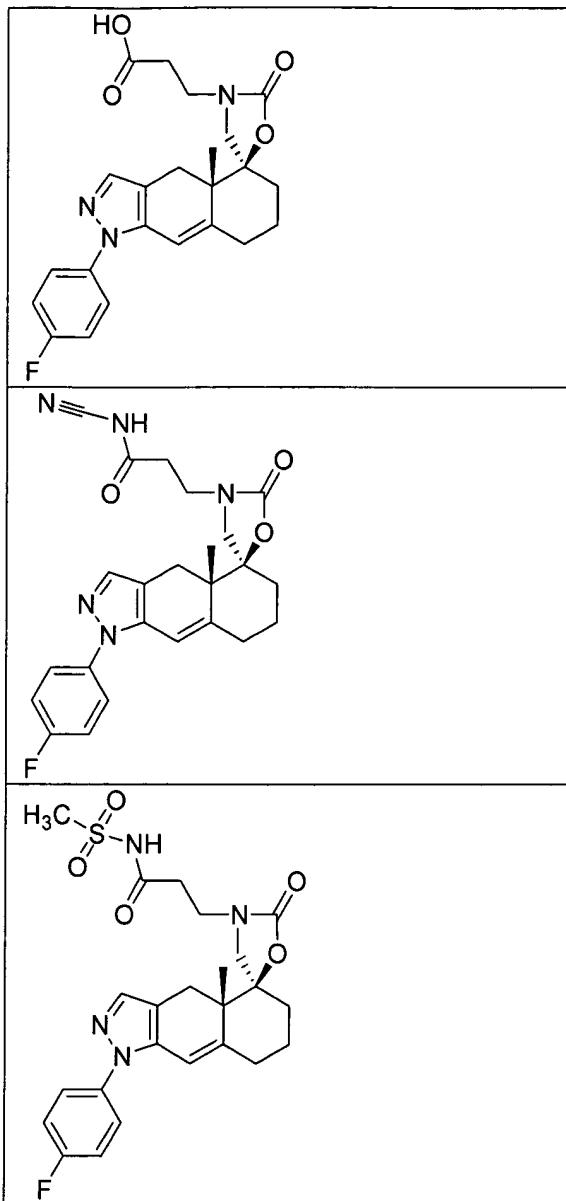


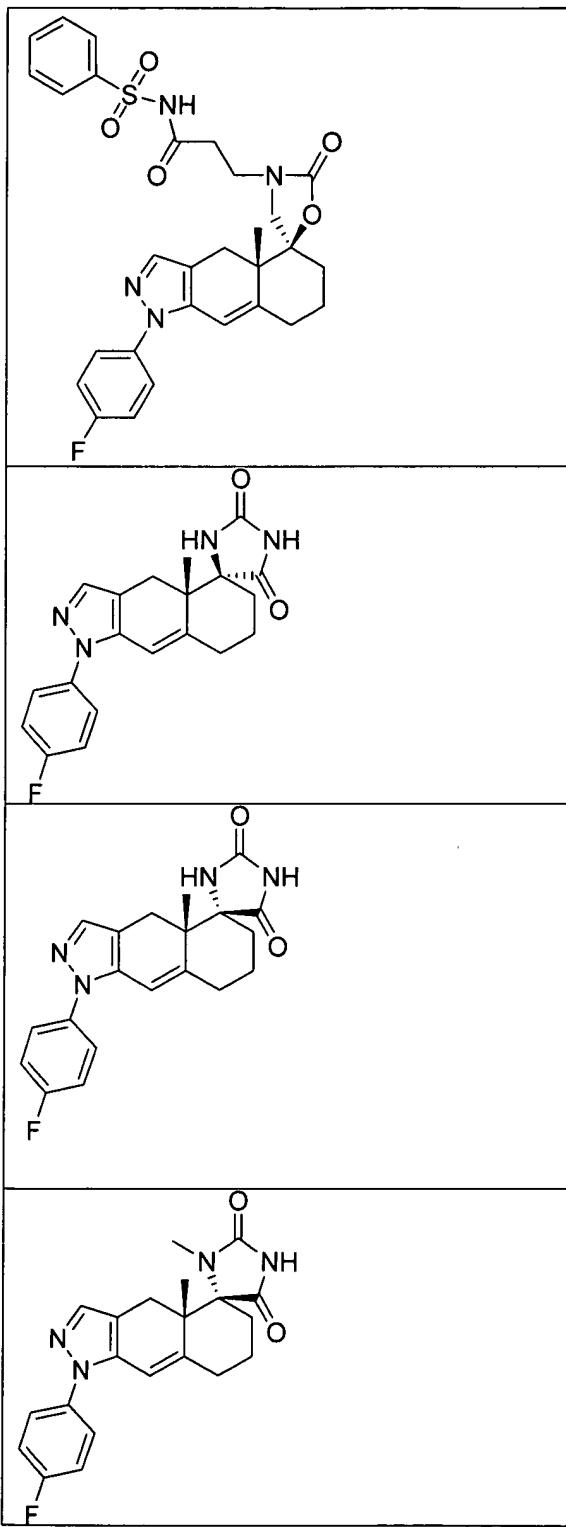
k	D	A	C	Ra	Rb
1	O	CH ₂	CH ₂	propyl	Propyl
1	O	CH ₂	CHOH	propyl	Propyl
1	O	CH ₂	CH ₂	allyl	Allyl
1	O	CH ₂	CHOH	allyl	Allyl
1	O	CH ₂	CH ₂	methyl	Methyl
1	O	CH ₂	CHOH	methyl	Methyl
1	O	CH ₂	C(O)	methyl	Methyl
1	O	CH ₂	CH ₂	H	H
1	O	CH ₂	CHOH	H	H
2	CH ₂	O	CH ₂	ethyl	H
2	CH ₂	O	CH ₂	H	Ethyl
2	CH ₂	O	CH ₂	H	Phenyl
2	O	CH ₂	CH(allyl)	allyl	Allyl
2	O	CH ₂	CH ₂	methyl	Methyl
2	O	CH ₂	CH ₂	benzyl	Benzyl
2	O	CH ₂	CH ₂	allyl	Allyl
2	O	CH ₂	CHOH	methyl	Methyl
2	O	CH ₂	CHOH	allyl	Allyl
2	O	CH ₂	CH(allyl)	H	H
2	O	CH ₂	C(O)	methyl	Methyl
2	O	CH ₂	C(O)	allyl	Allyl

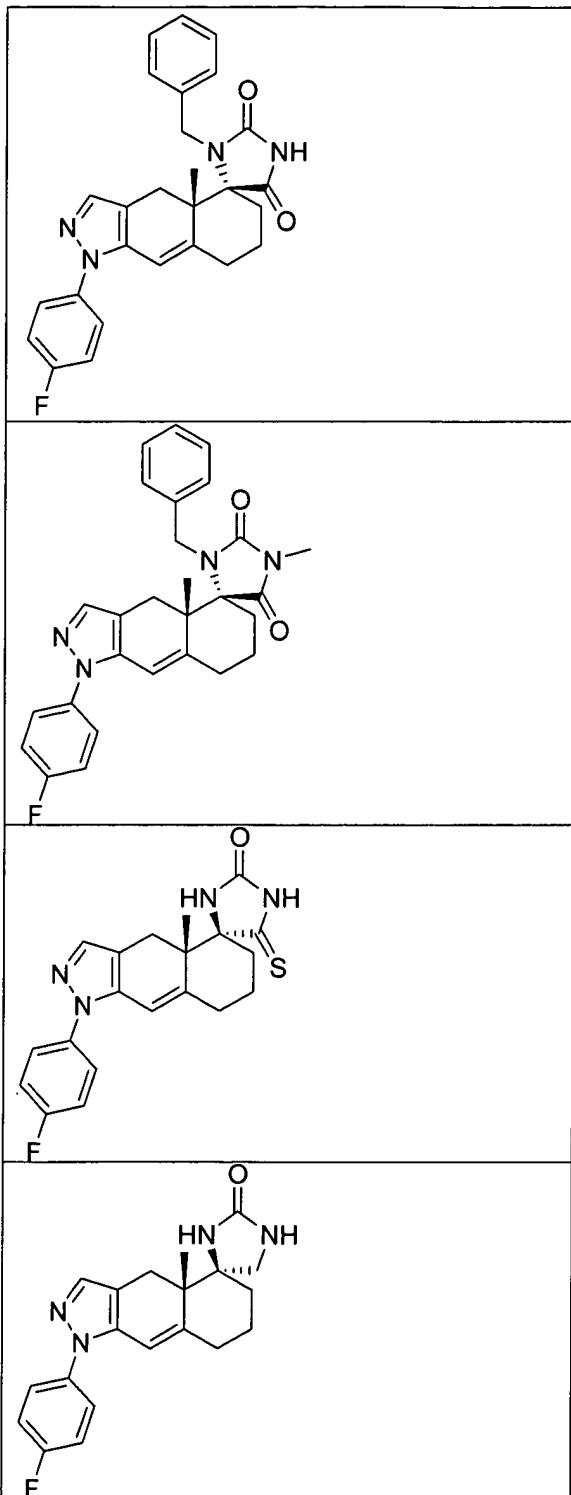


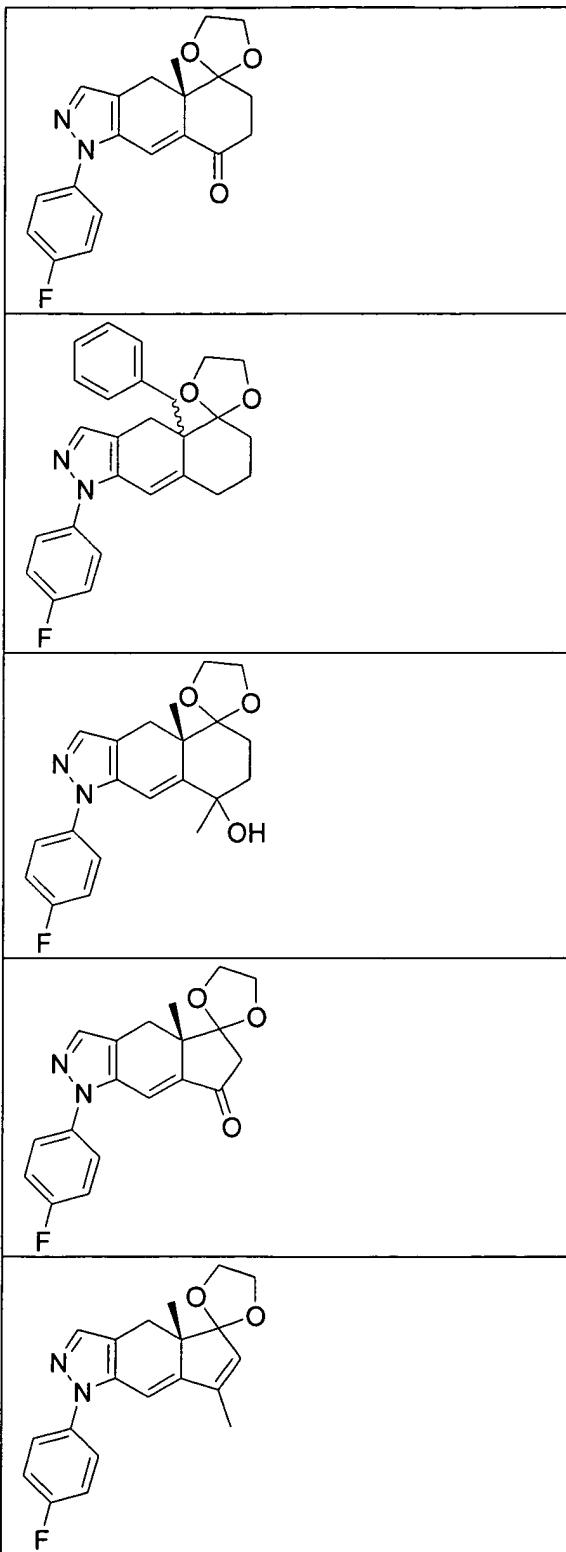


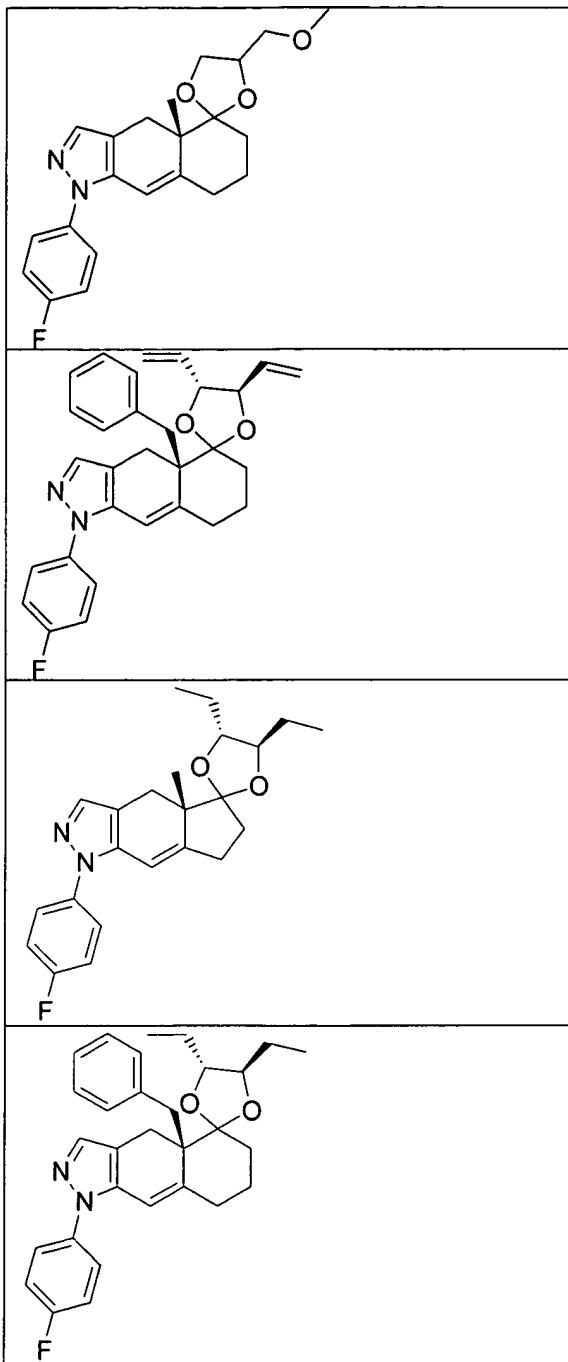


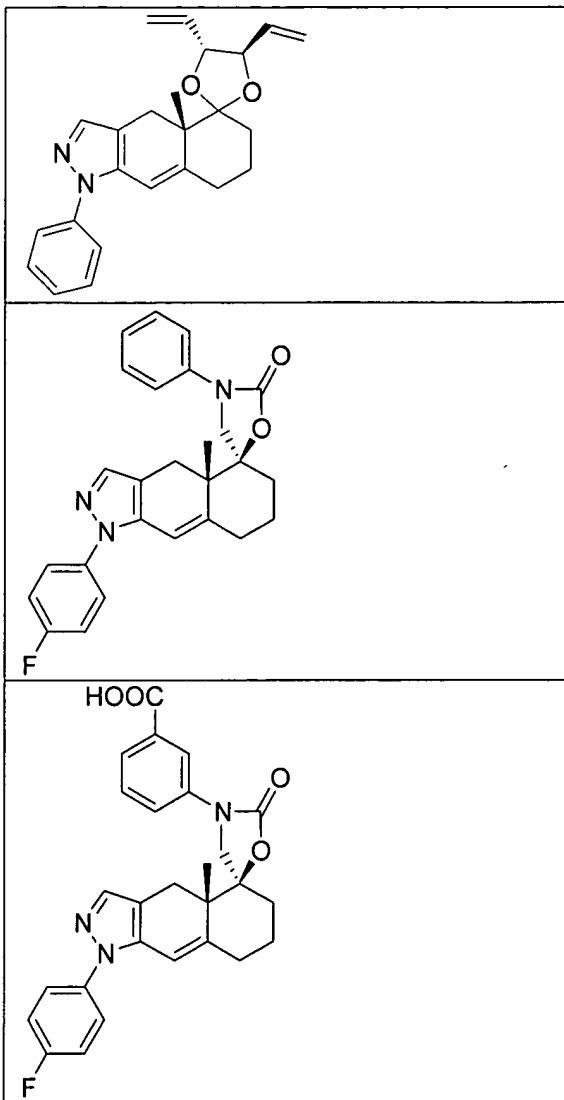




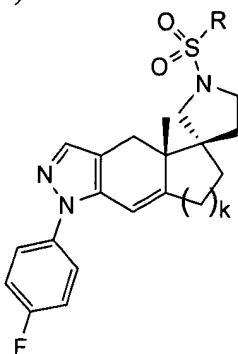






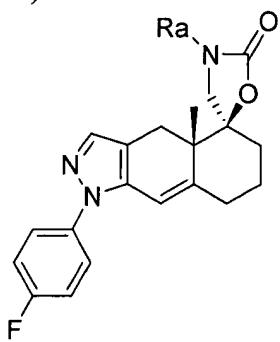


v)



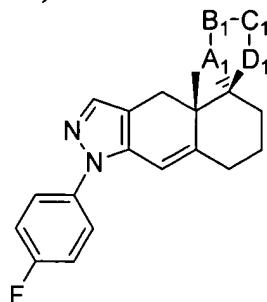
k	R
1	phenyl
2	ethyl
2	phenyl

vi)



Ra
Methyl
Allyl
Isopropyl
2-methoxyethyl
 $\text{CH}_2\text{CO}_2\text{Et}$
2-(1,3-dioxan)ethyl

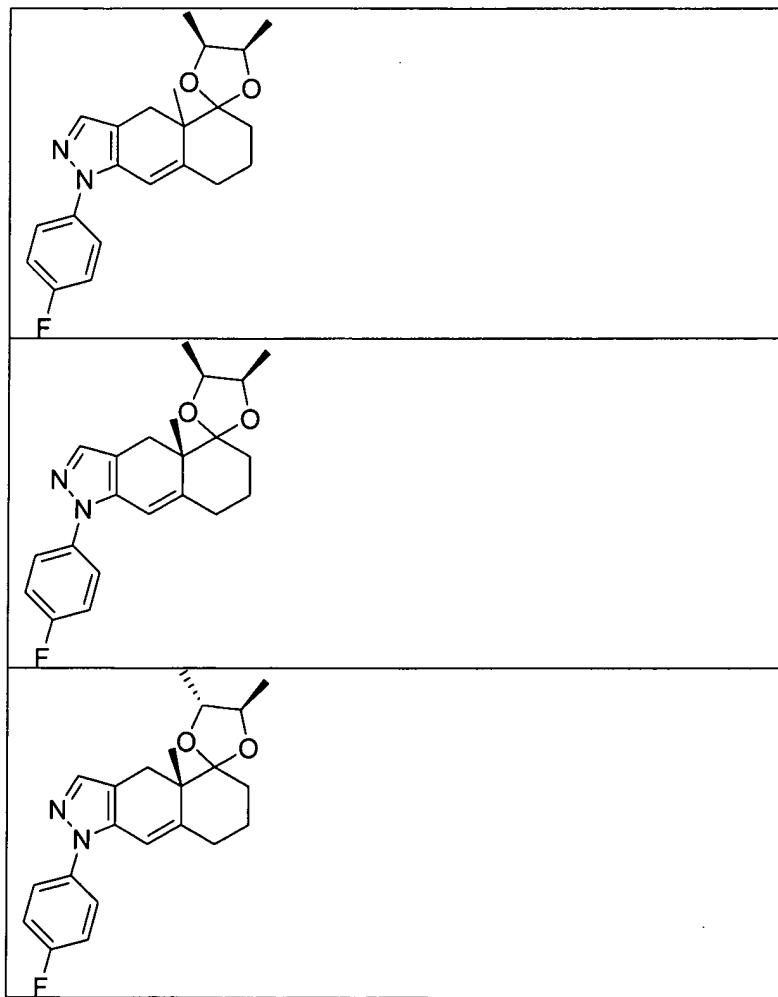
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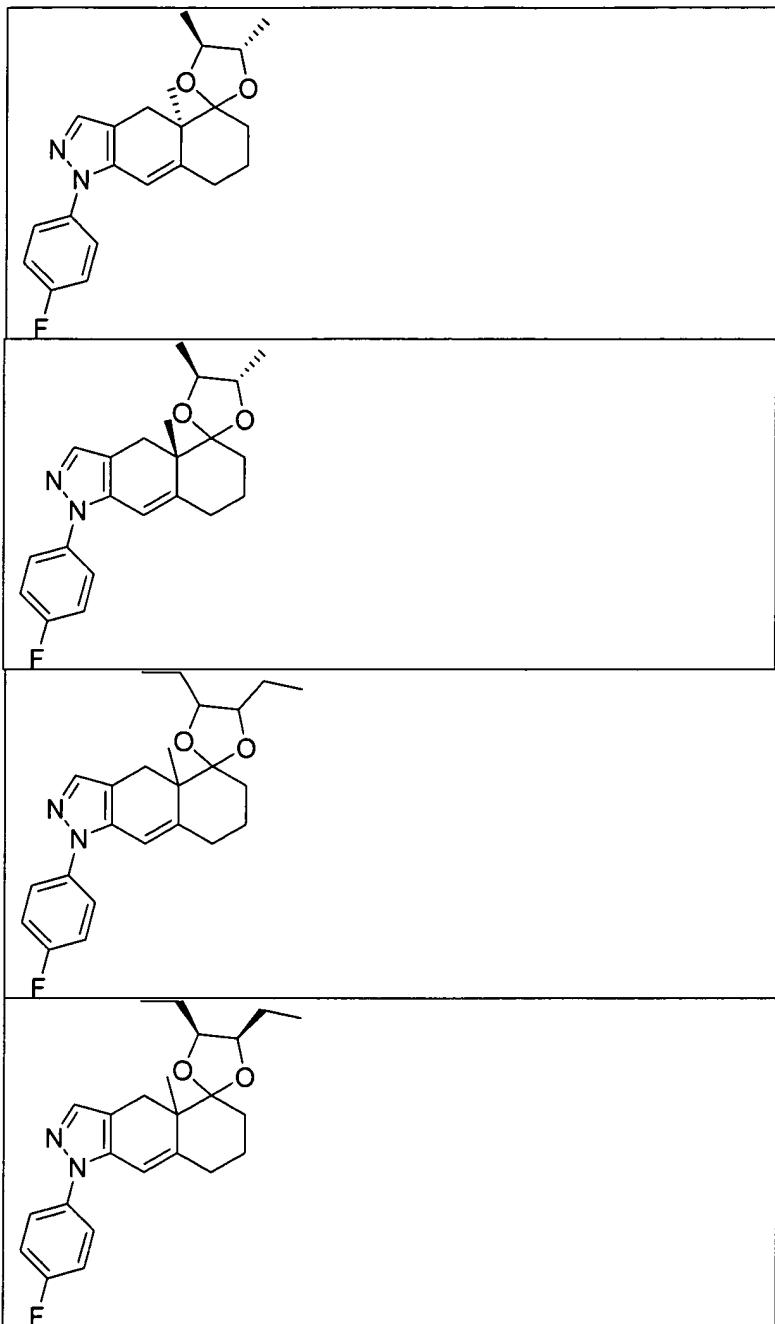


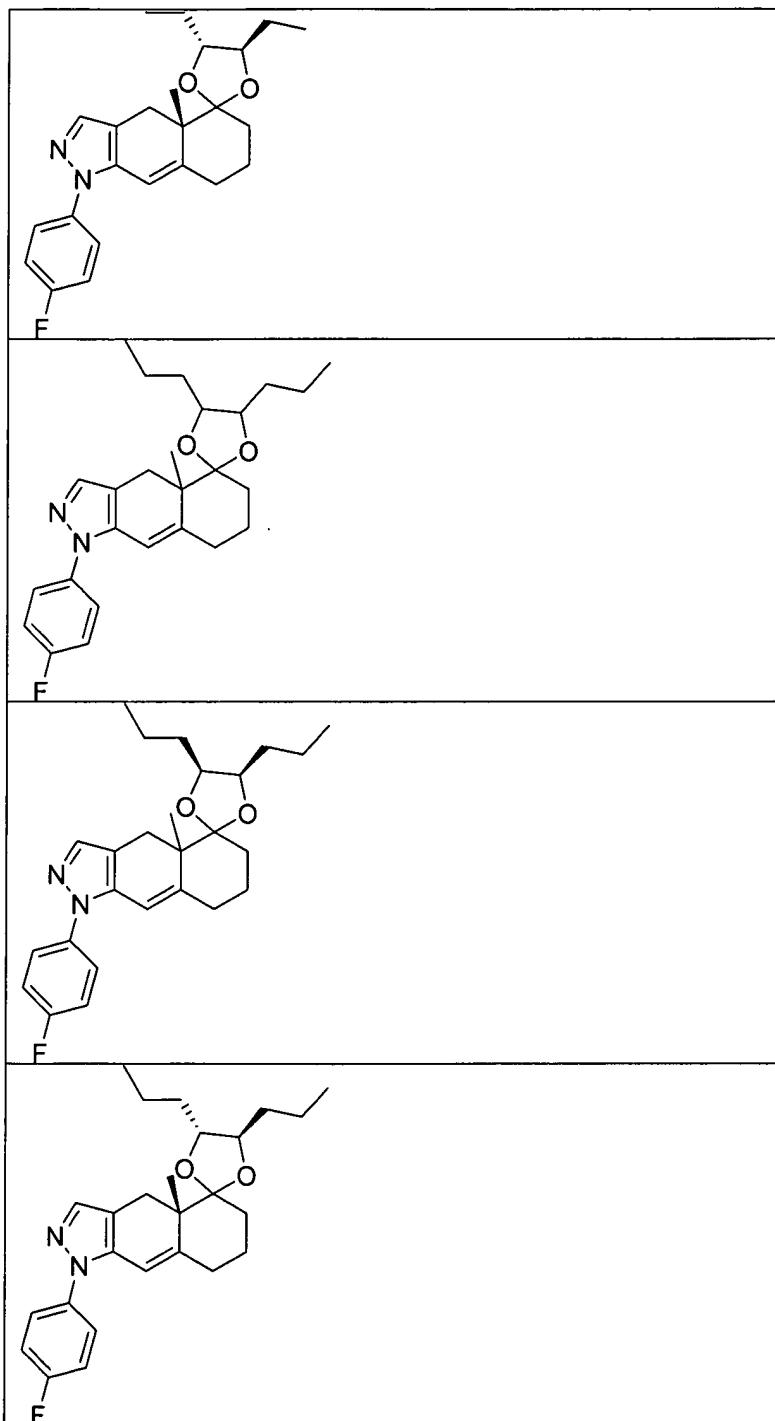
C1	D1	A1	B1
C(O)	NCH ₃	C(O)	NH
NCH ₂ Ph	C(O)	NCH ₃	C(O)
NCH ₃	C(O)	NCH ₃	C(O)
NCH ₂ CH=C H ₂	C(O)	NCH ₃	C(O)
C(O)	NCH ₃	C(O)	NCH ₂ Ph
C(O)	NCH ₃	C(O)	NCH ₃
C(O)	NCH ₃	C(O)	NCH ₂ CH=C H ₂
C(O)	NCH ₃	C(O)	NH
N(CH ₂) ₂ CO ₂ H	C(O)	NCH ₂ Ph	C(O)
NH	C(O)	N(CH ₂) ₂ CO ₂ H	C(O)
NH	C(O)		C(O)
C(O)	NCH ₃	C(O)	N(CH ₂) ₂ CO ₂ H
C(O)	NCH ₃	C(O)	
NCH ₂ CH=C H ₂	C(O)	NCH ₂ CH=C H ₂	C(O)
.NCH ₂ Ph	C(O)	NCH ₂ Ph	C(O)
NH	C(S)	NCH ₂ Ph	C(O)

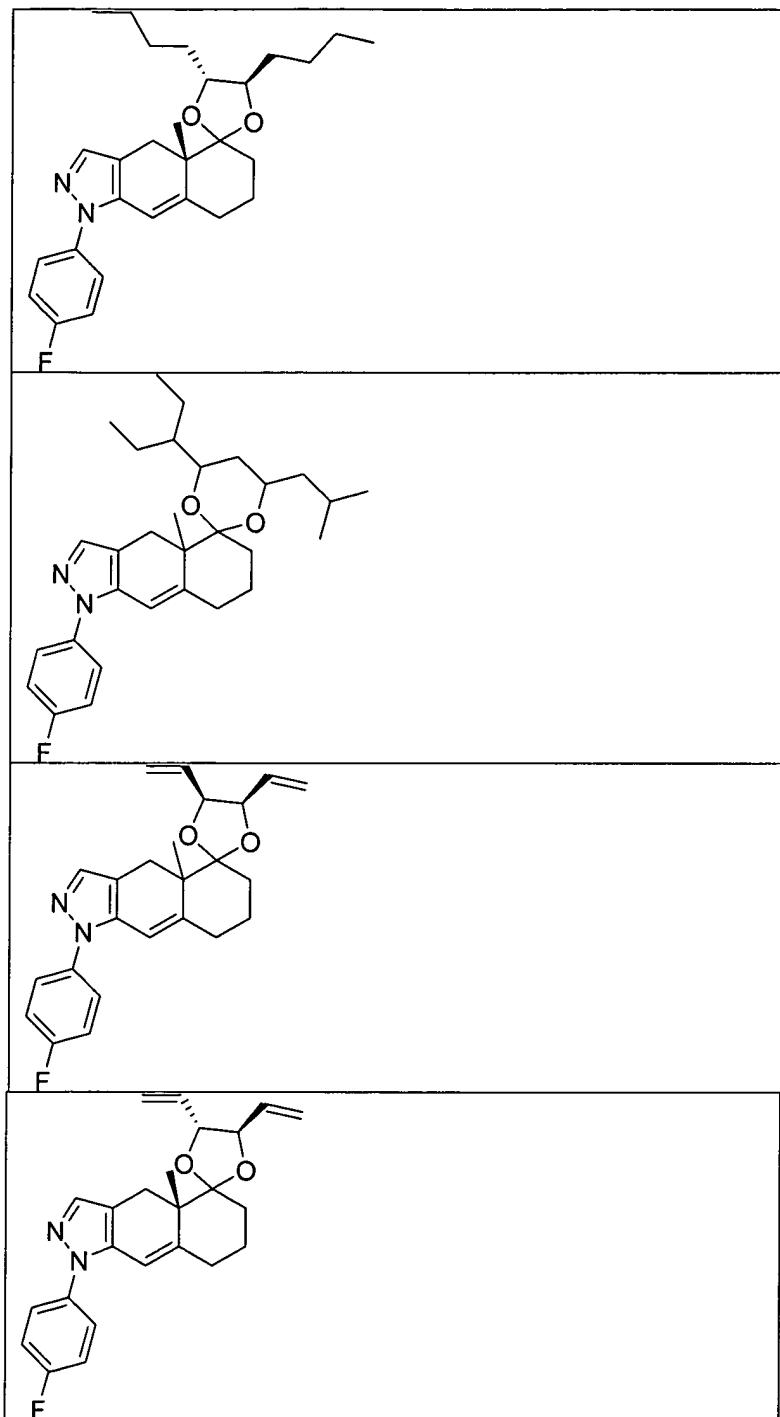
NH	C(S)	NH	C(O)
NH	C(S)	NCH ₂ CH=C H ₂	C(O)
NH	C(S)	NCH ₃	C(O)
NH	CH ₂	NCH ₂ Ph	C(O)
NH	CH ₂	NH	C(O)
C(O)	NCH ₃	CH ₂	NCH ₃
NH	CH ₂	NCH ₃	C(O)

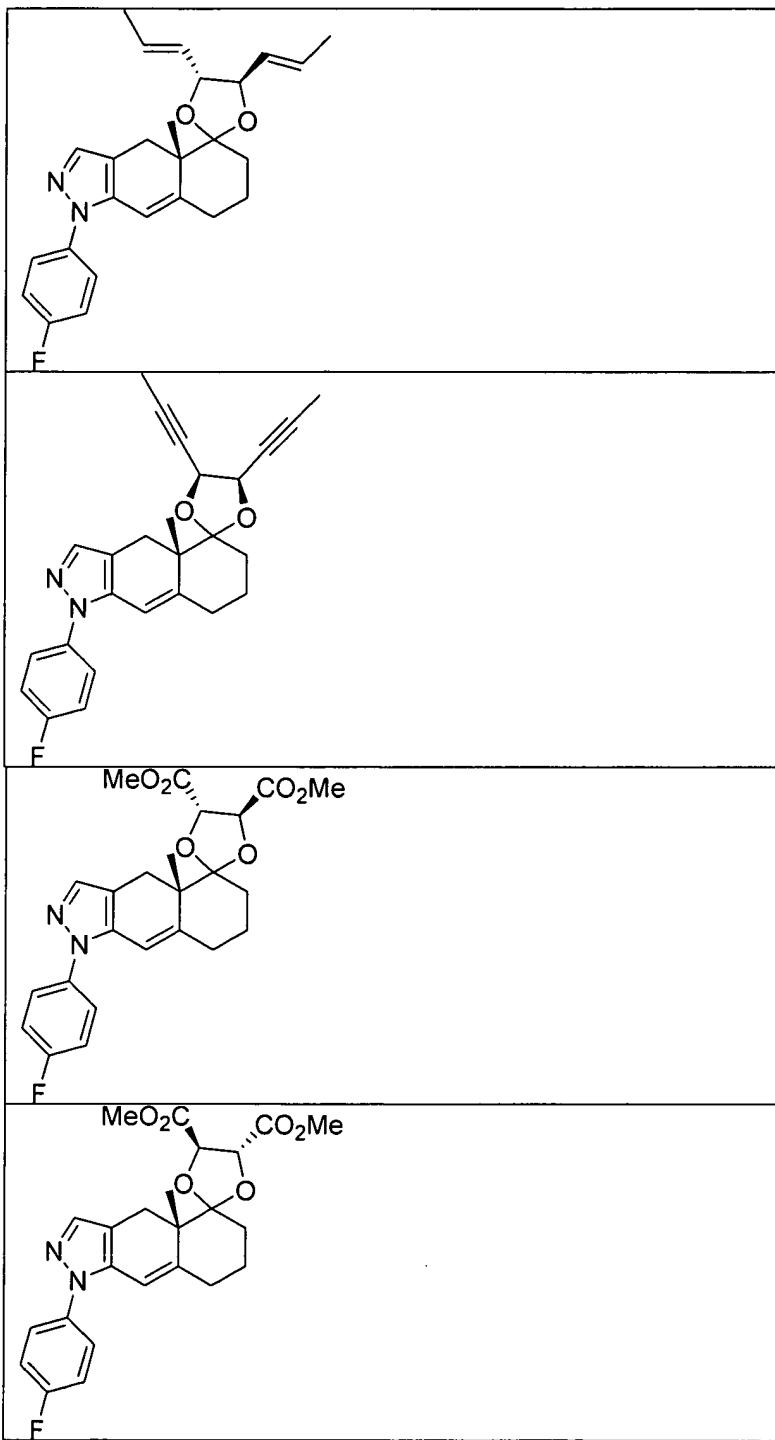
and viii)

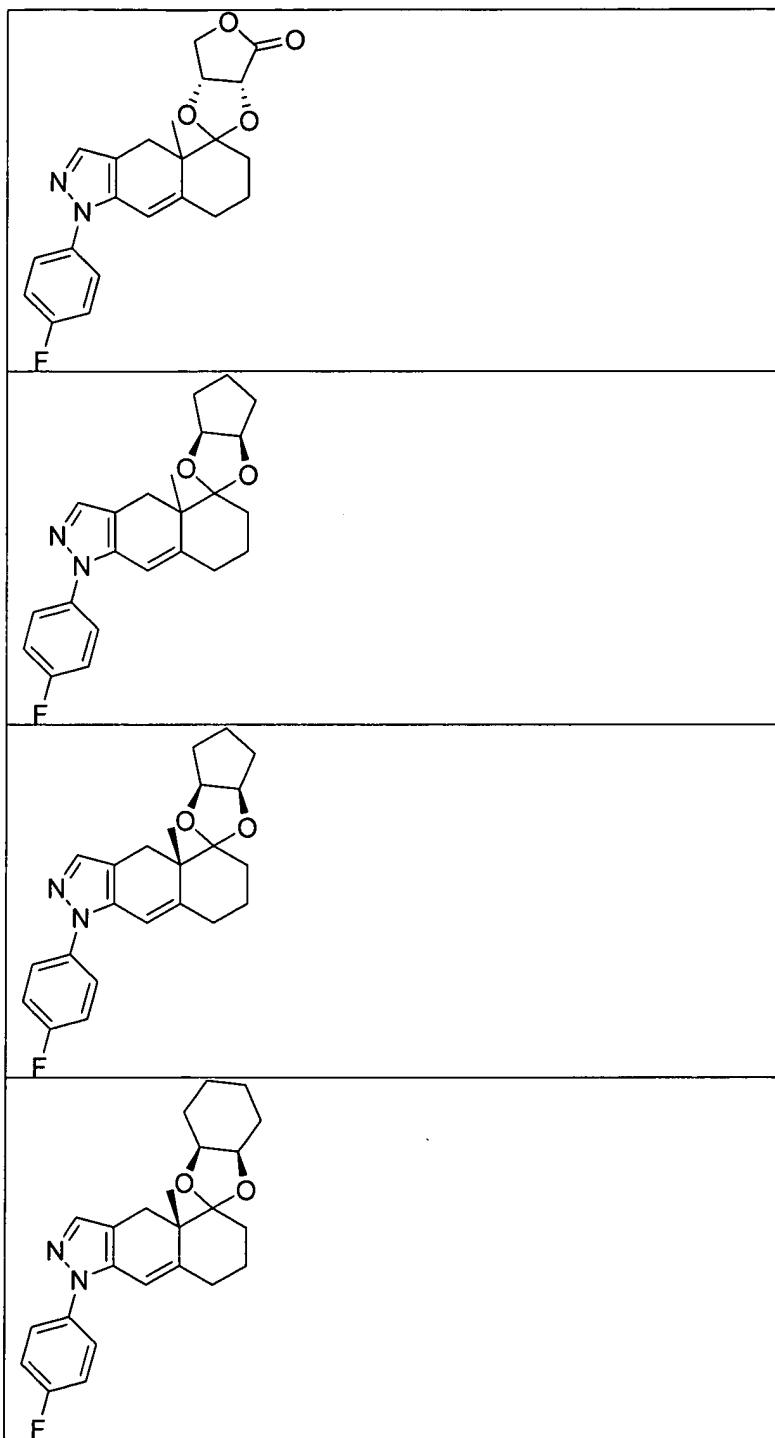


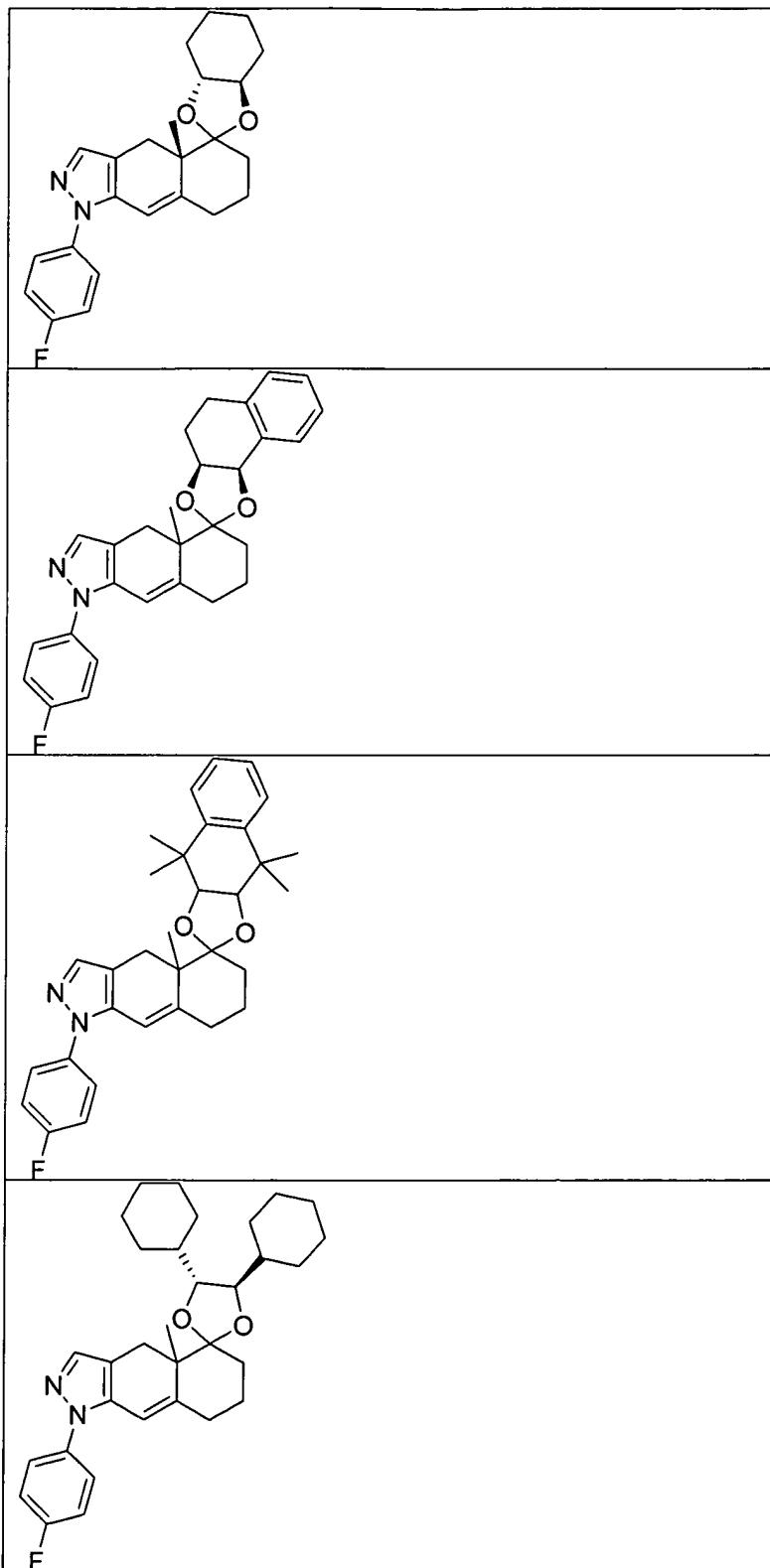


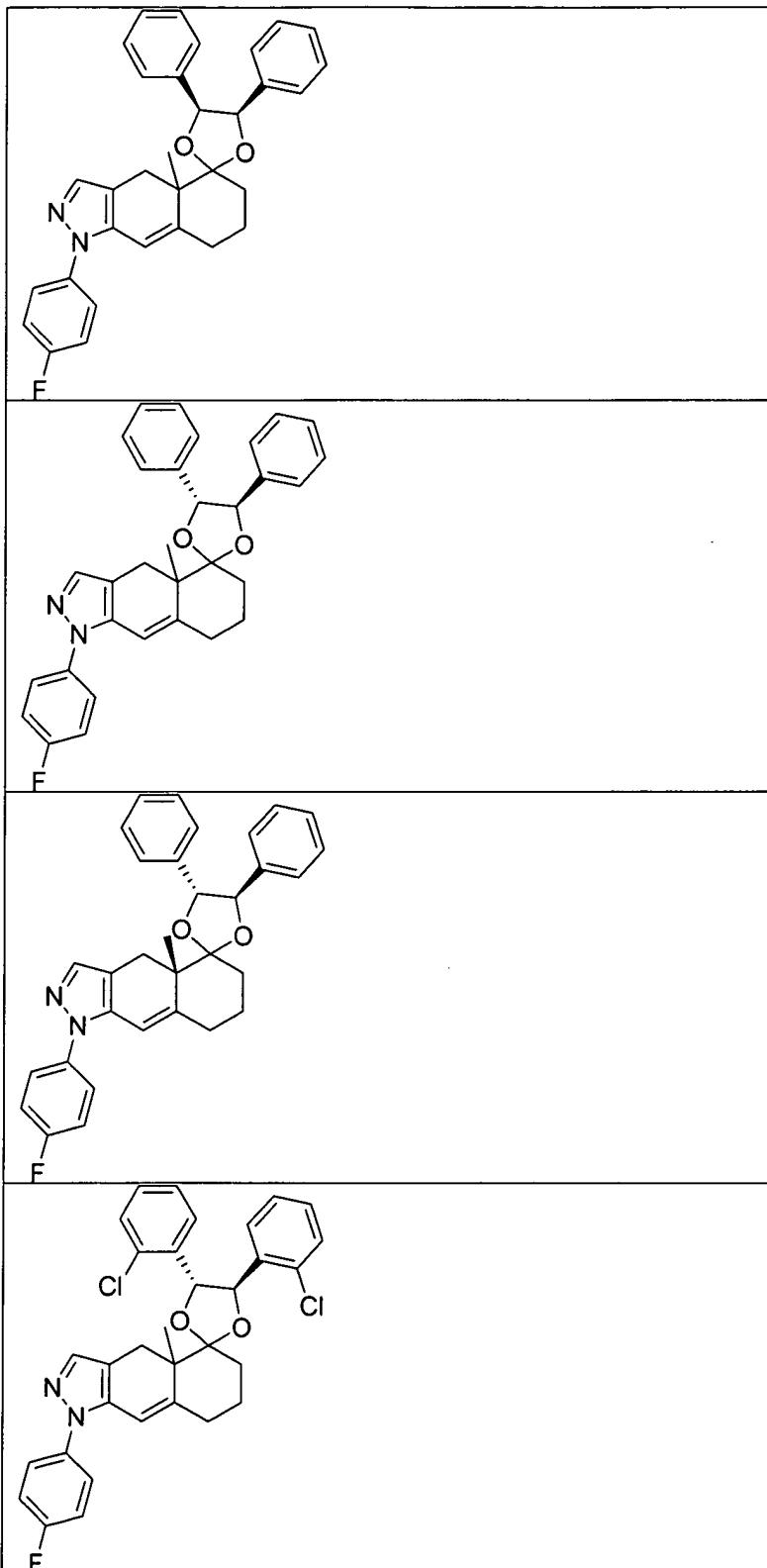


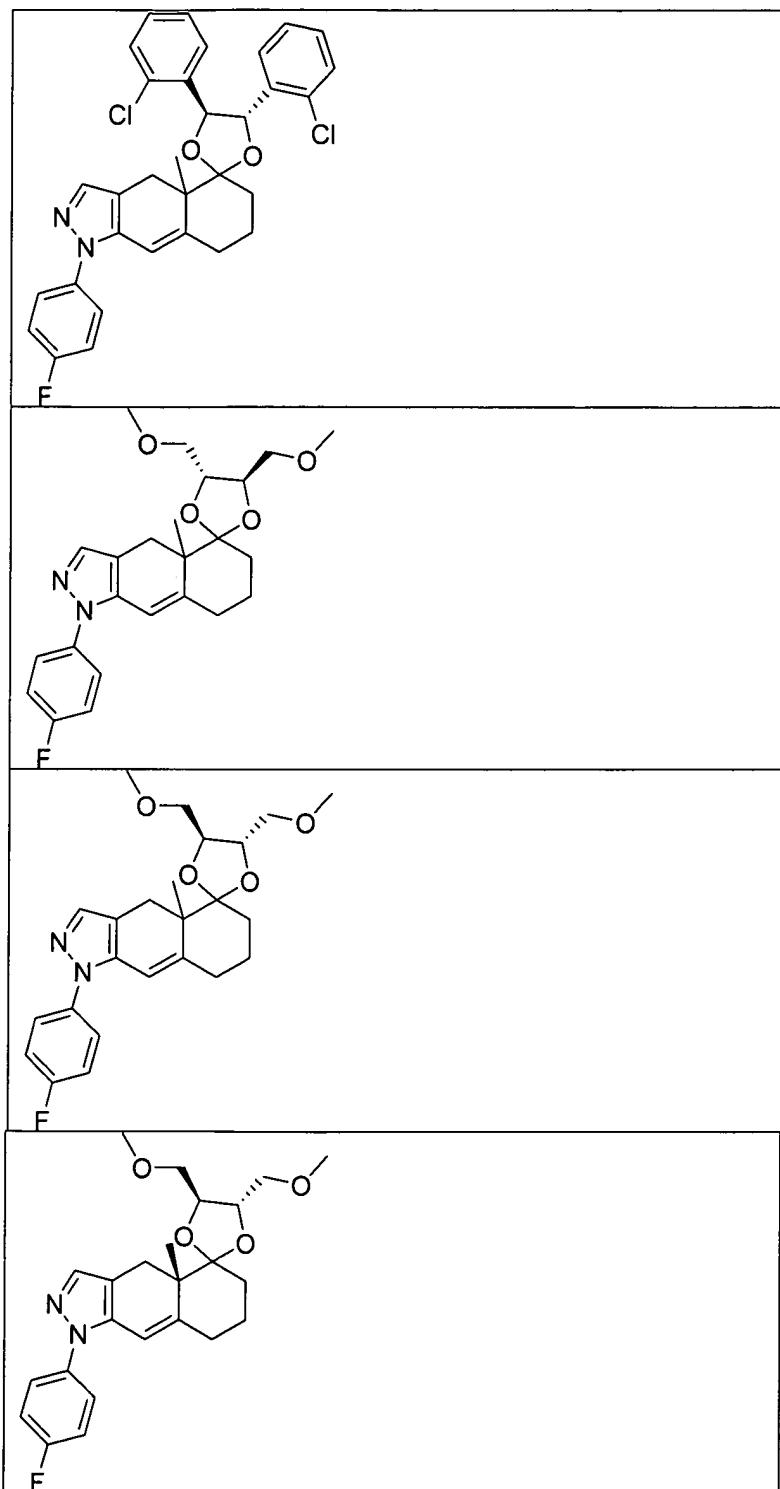


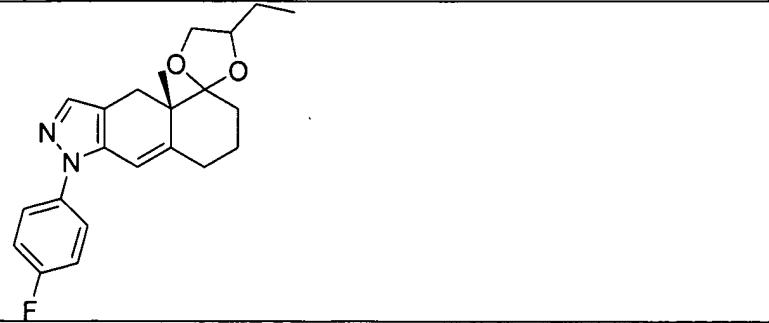
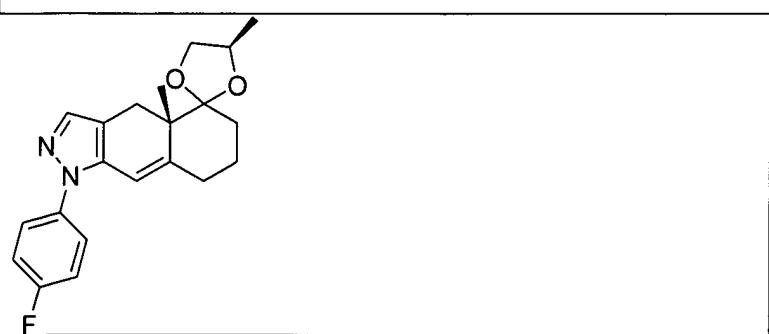
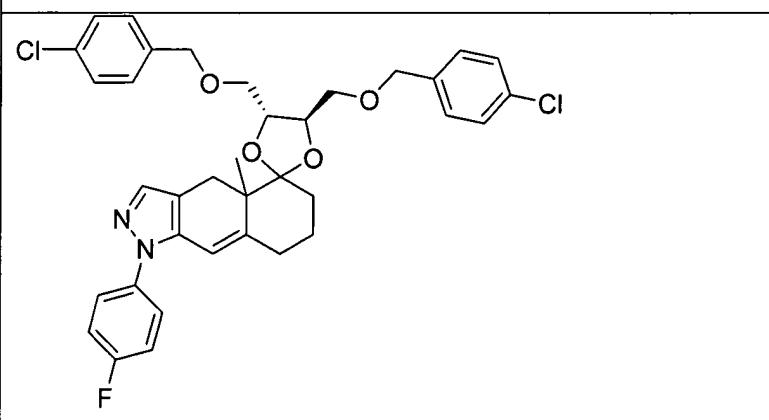
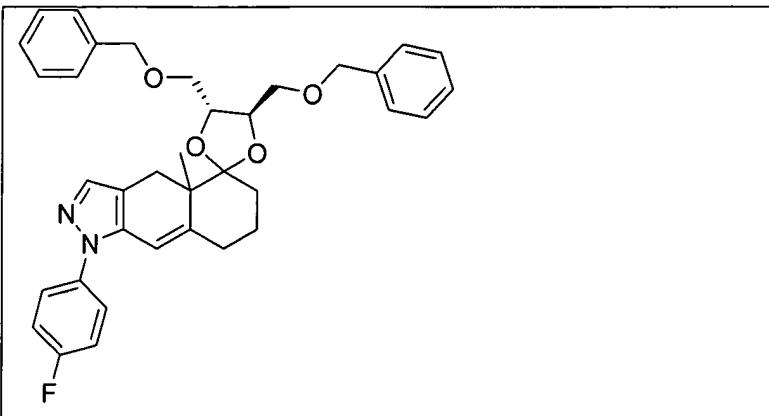


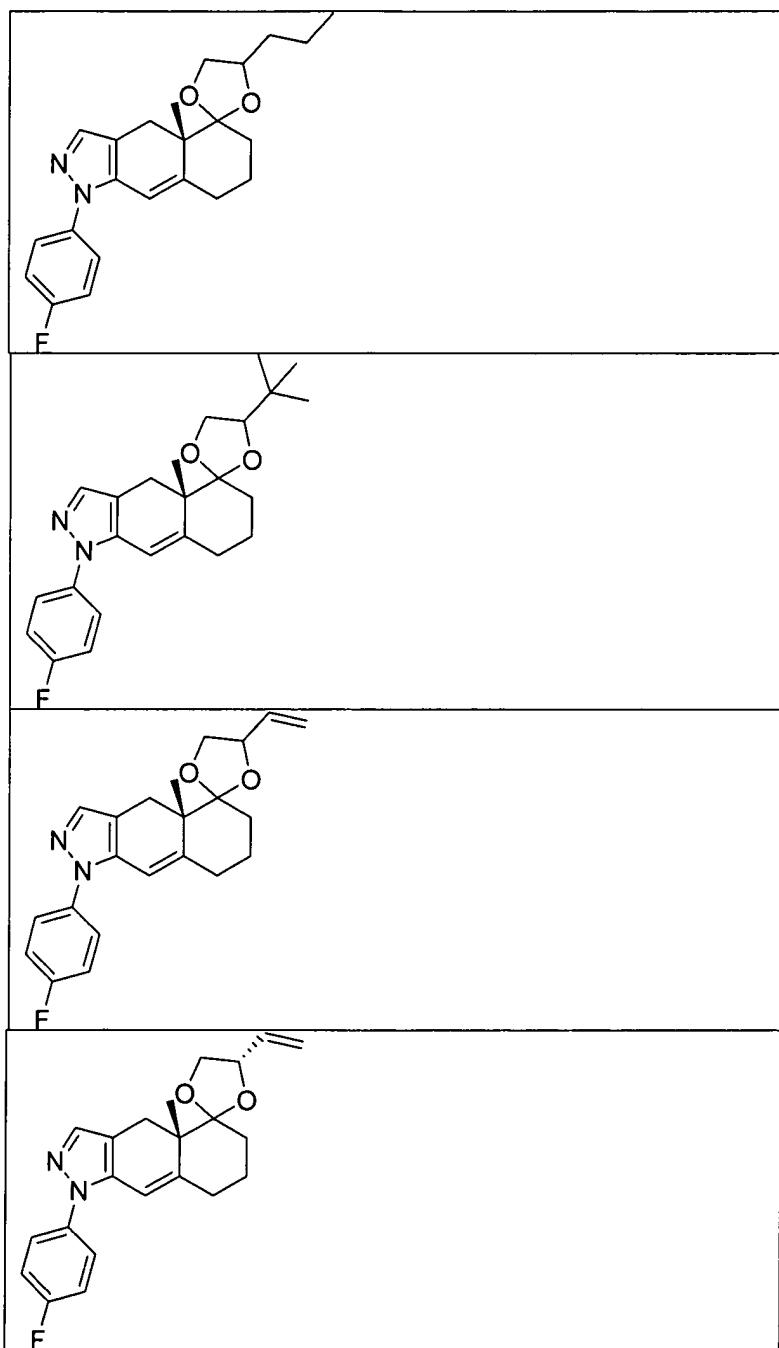


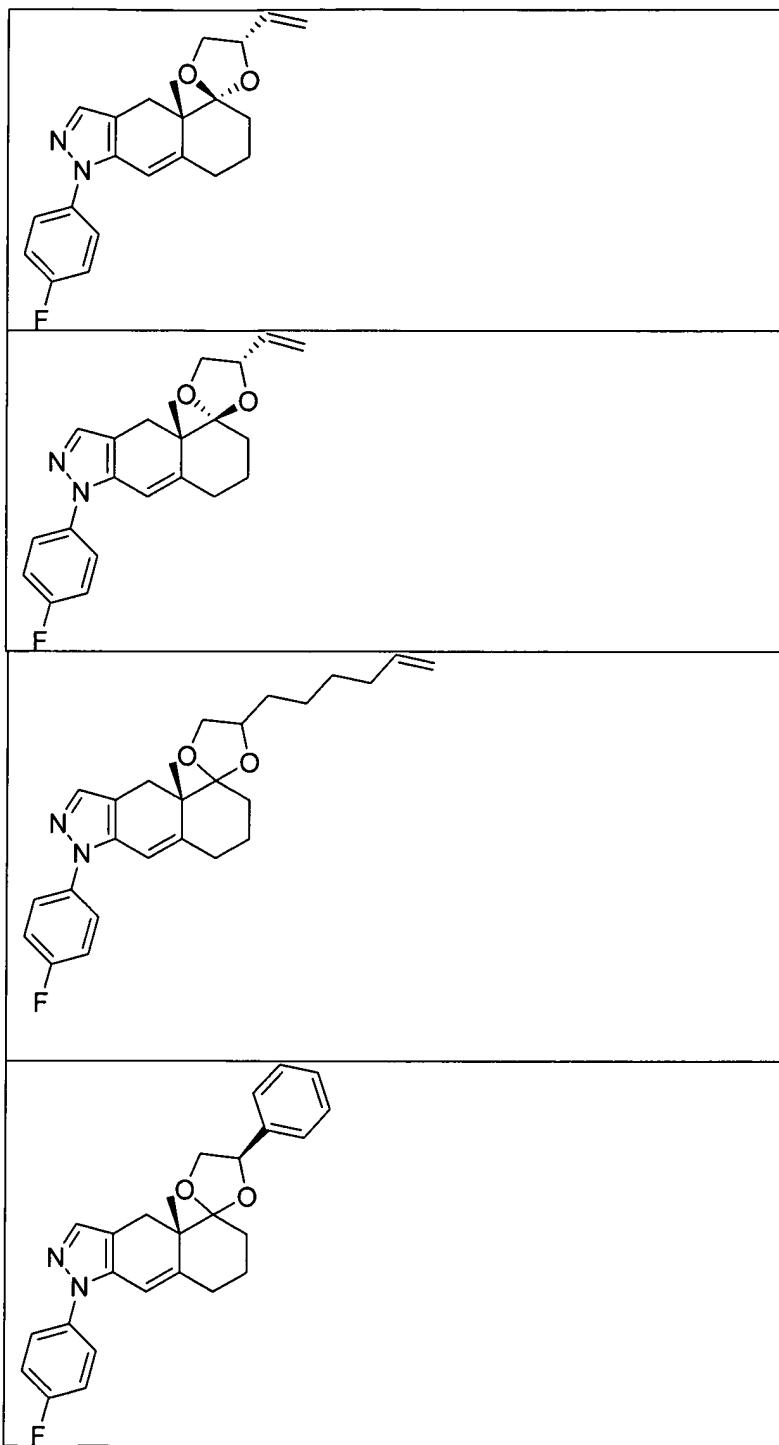


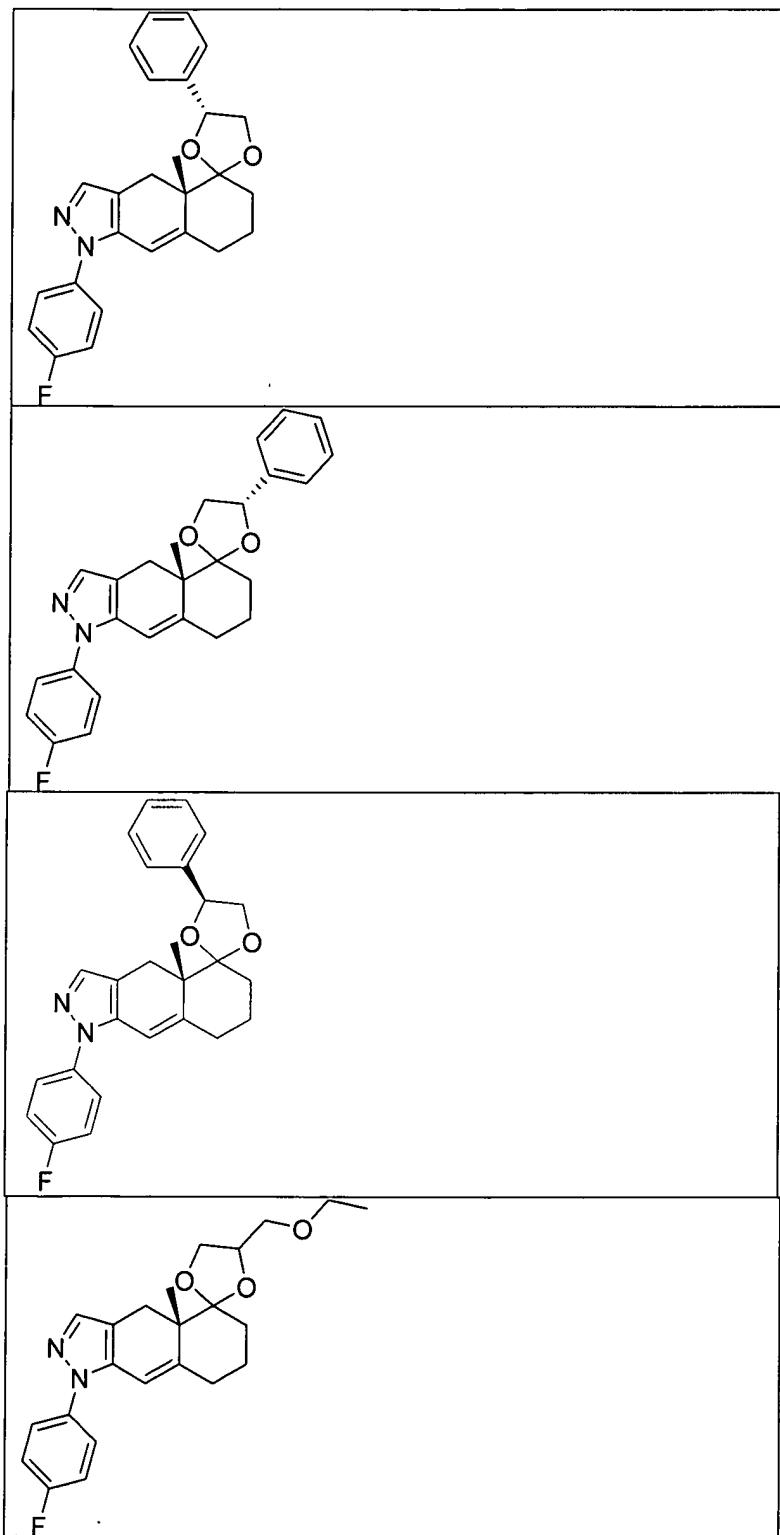


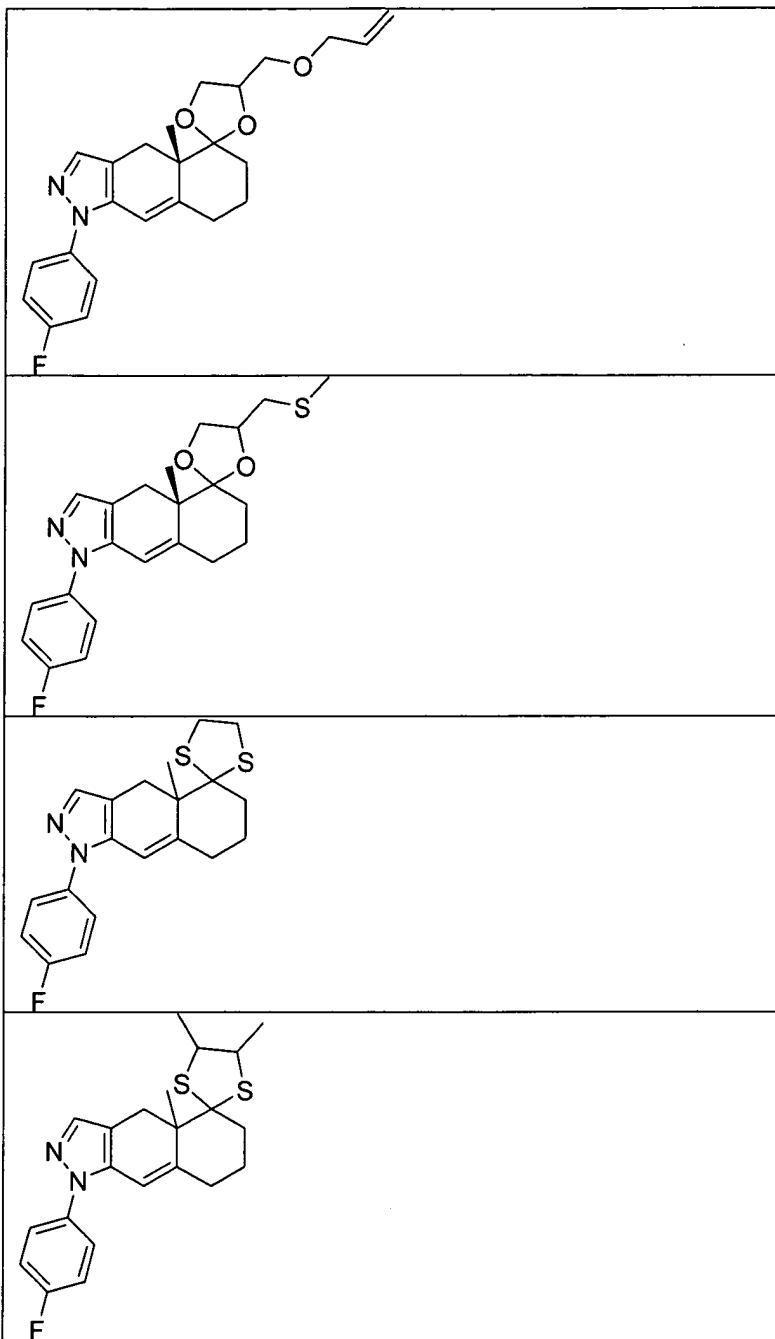


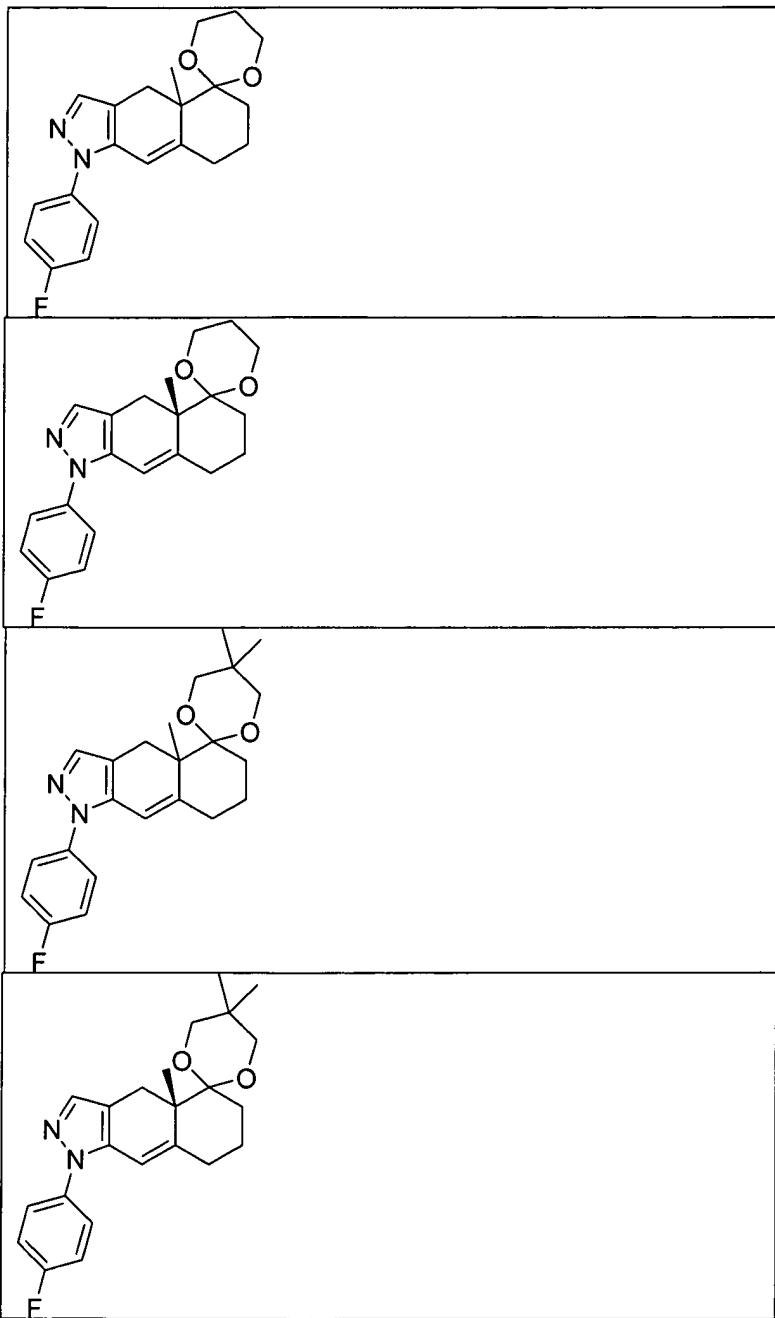


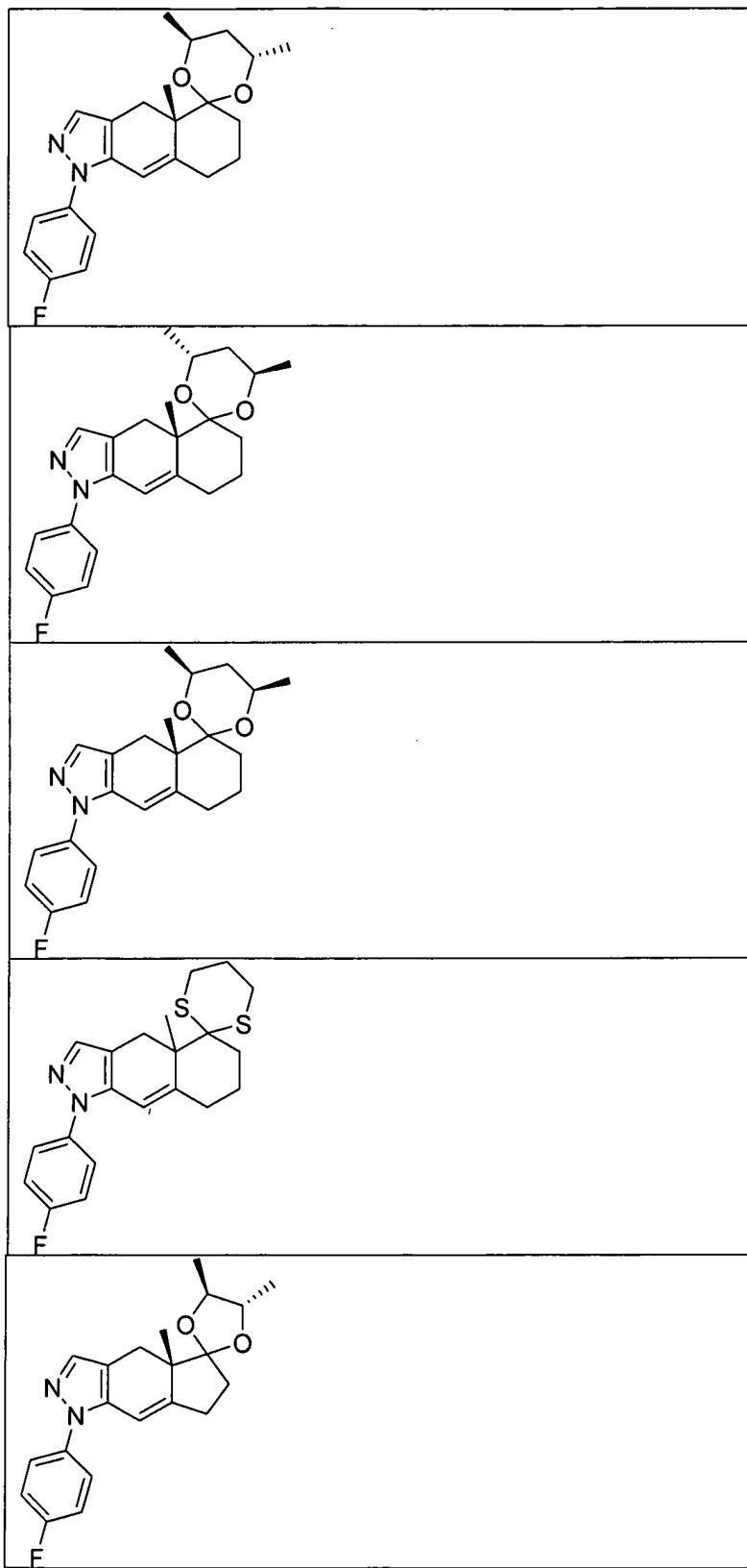


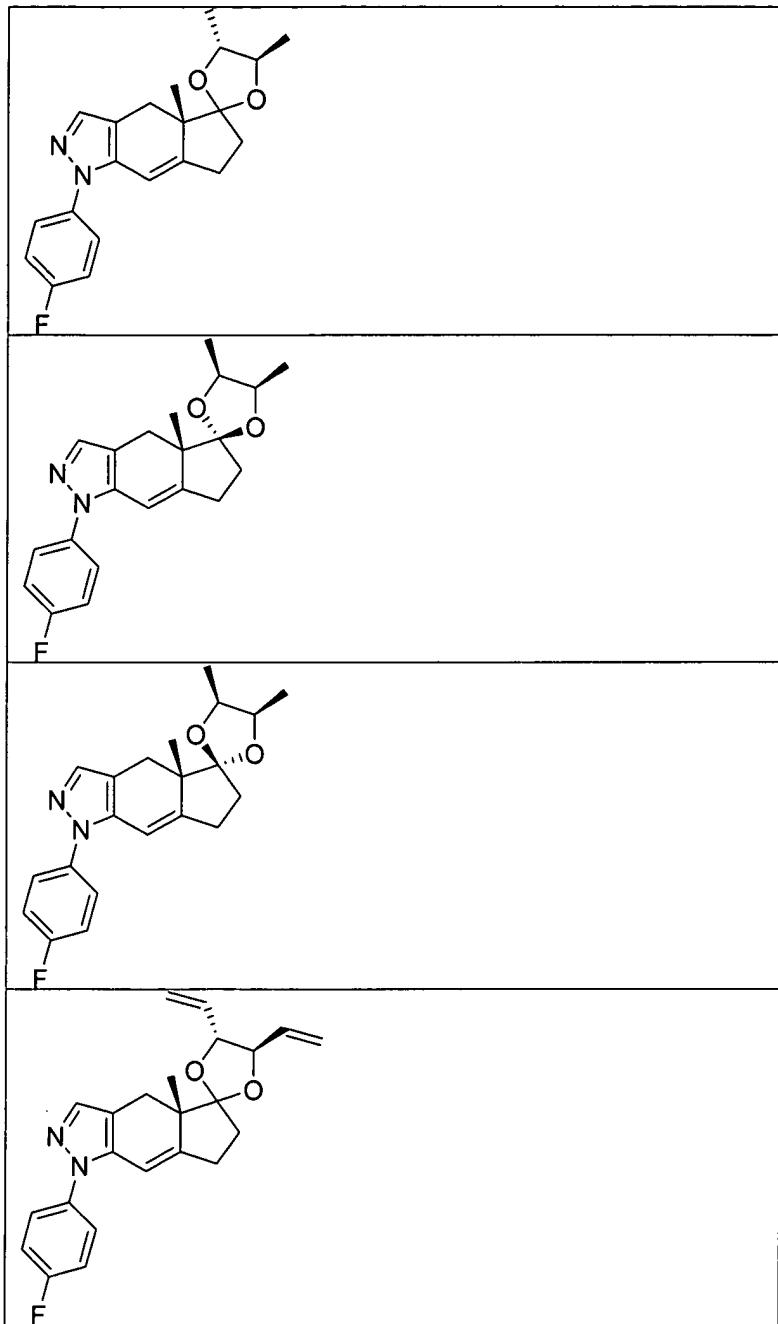


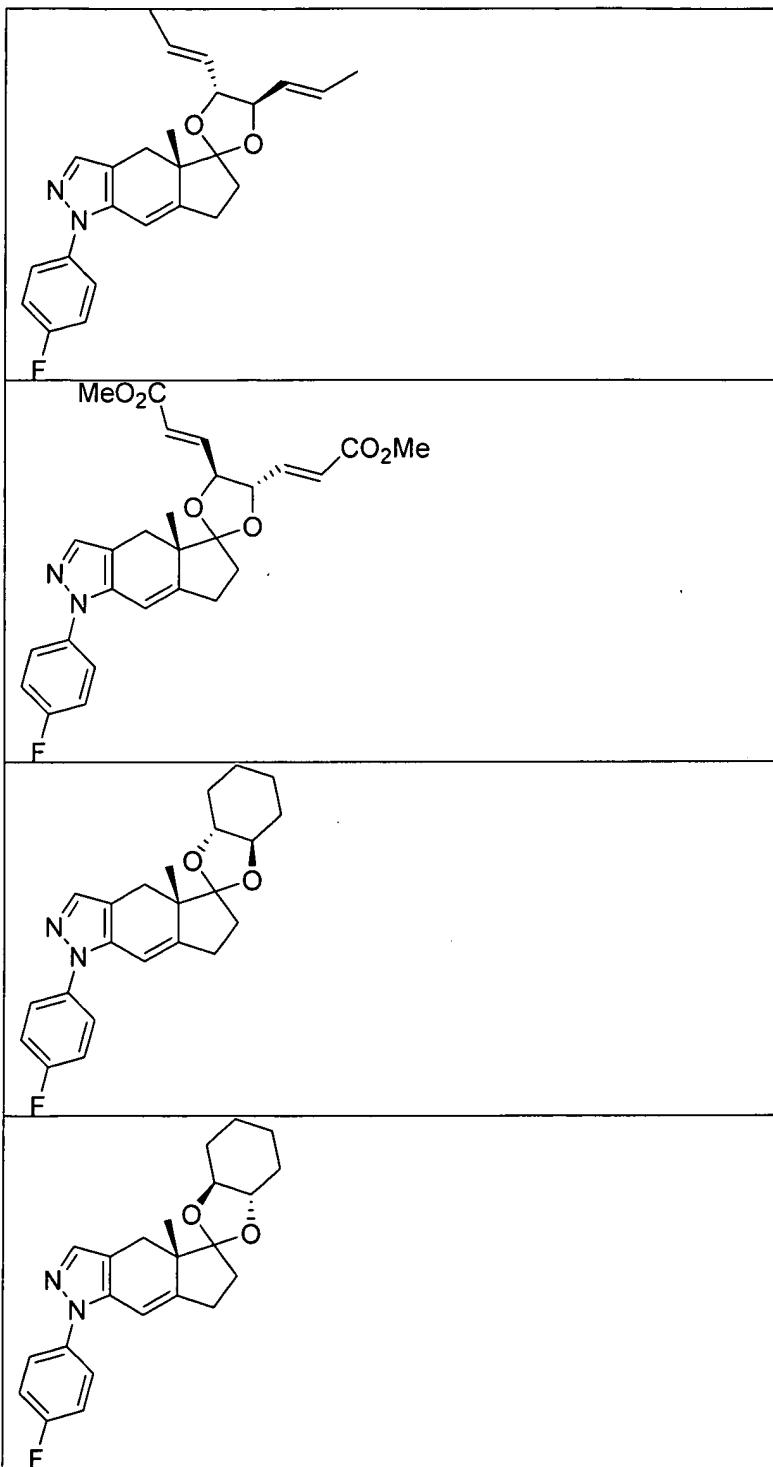


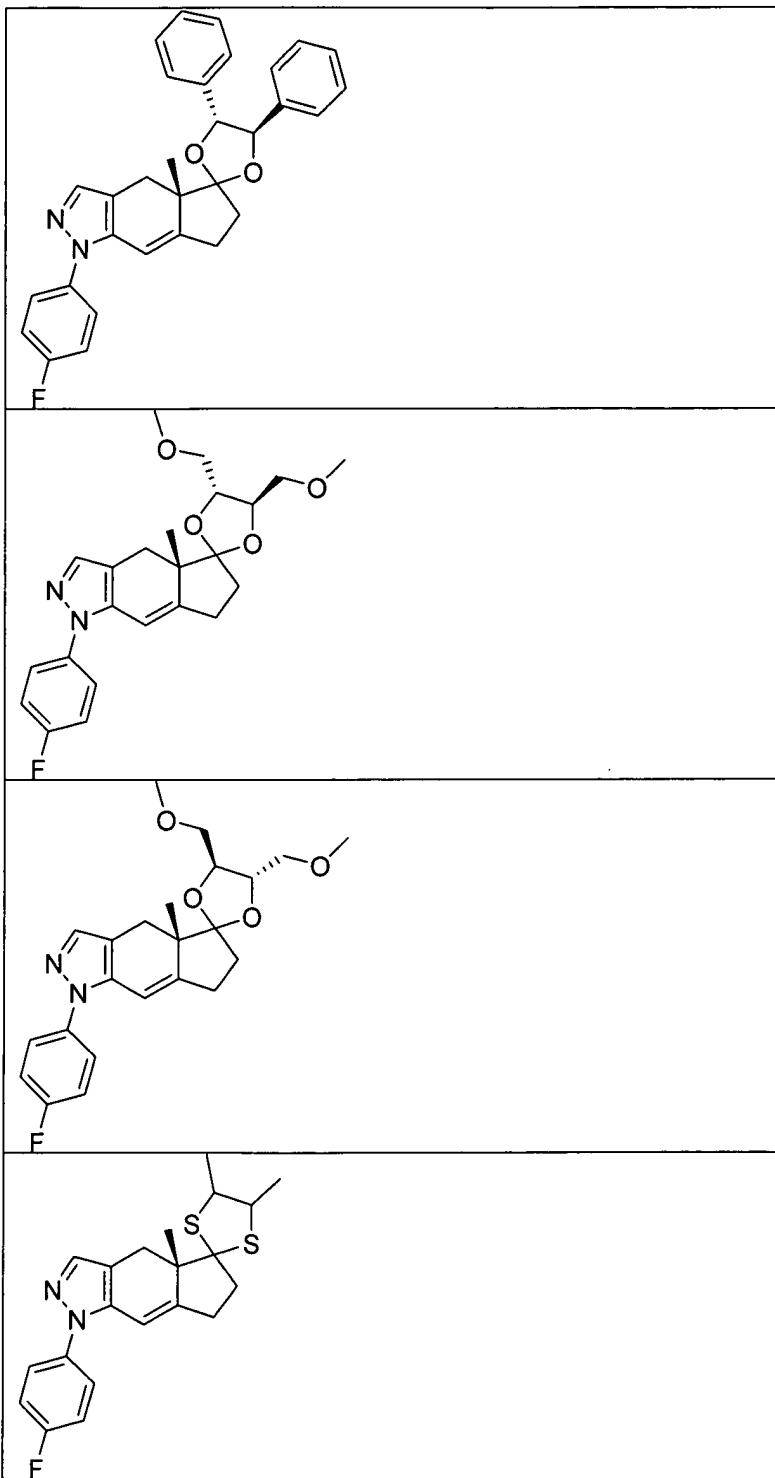


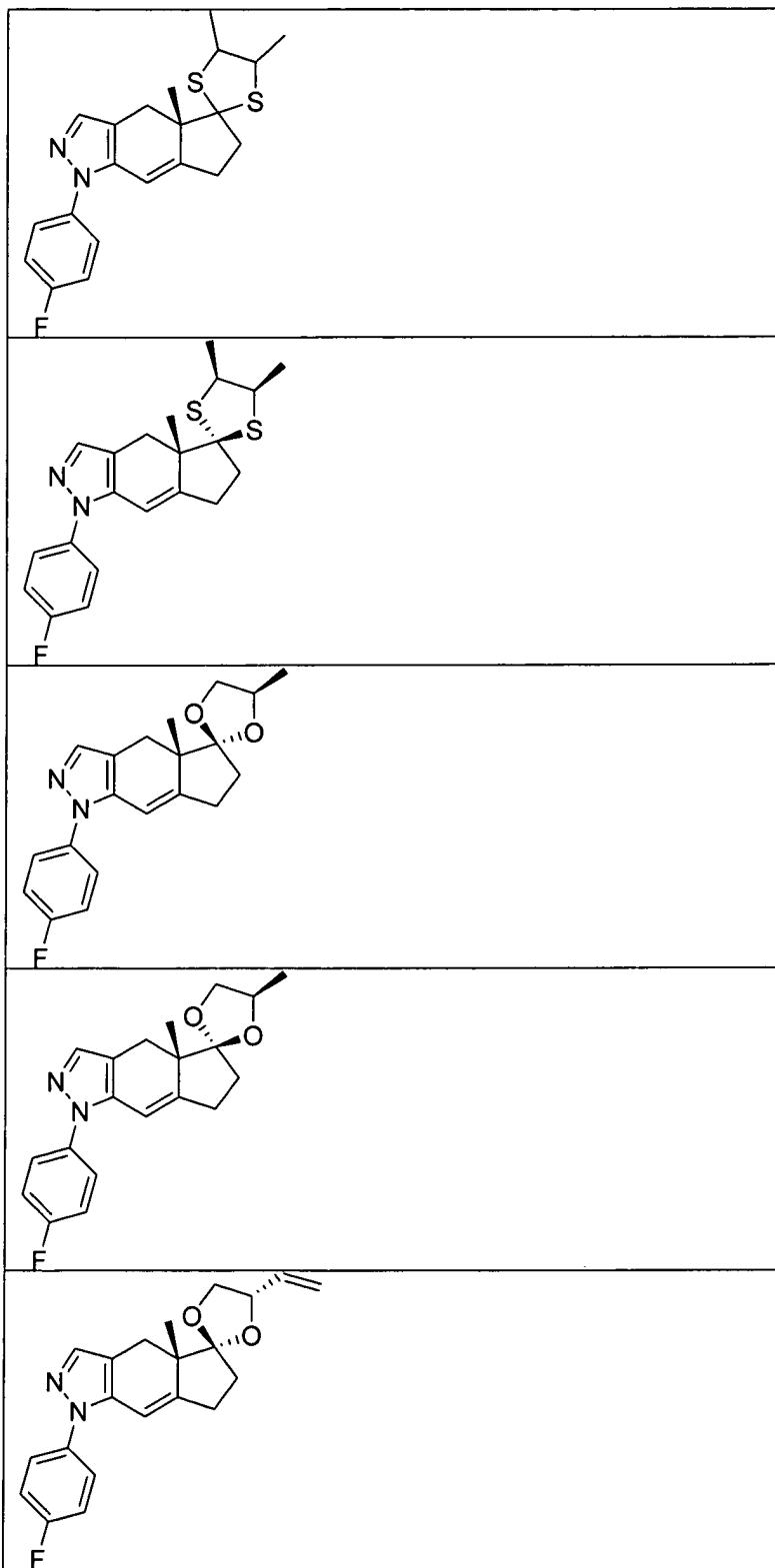


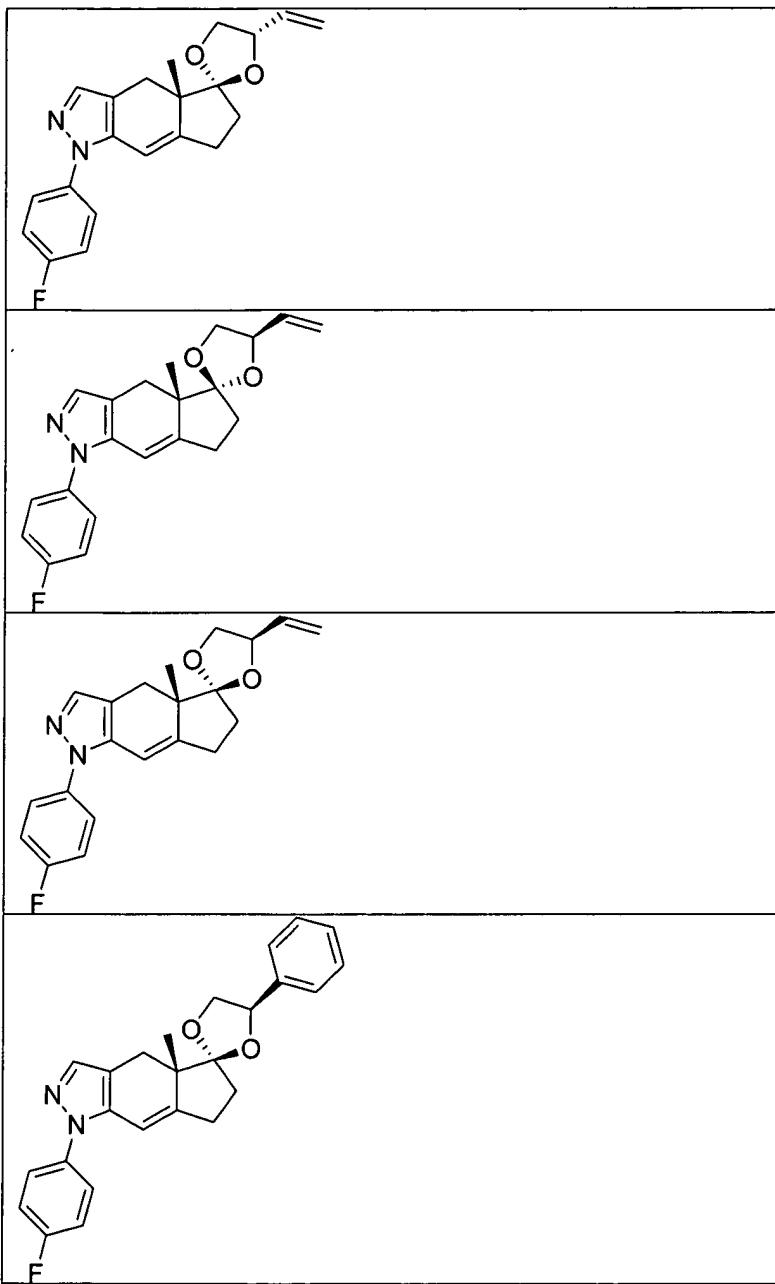


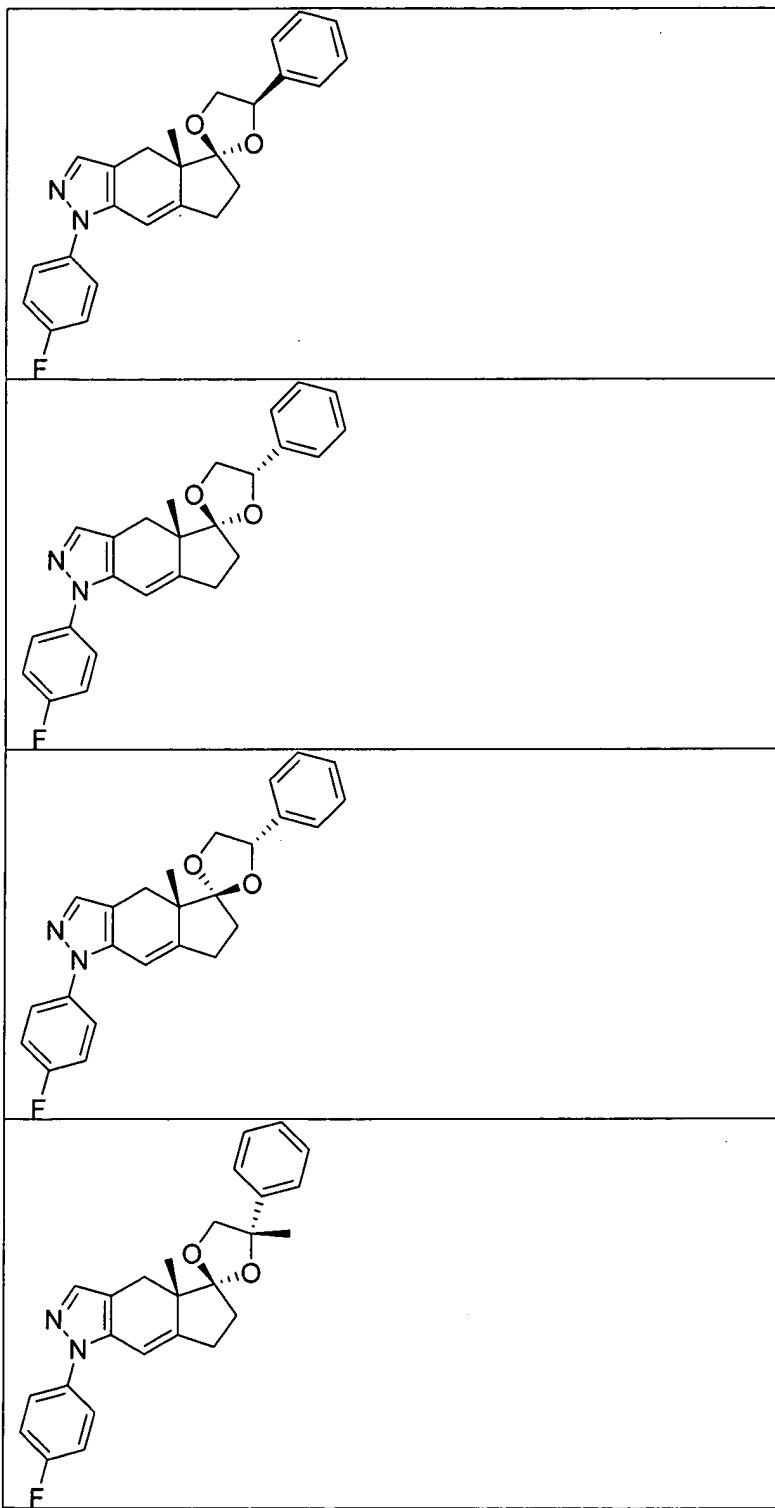


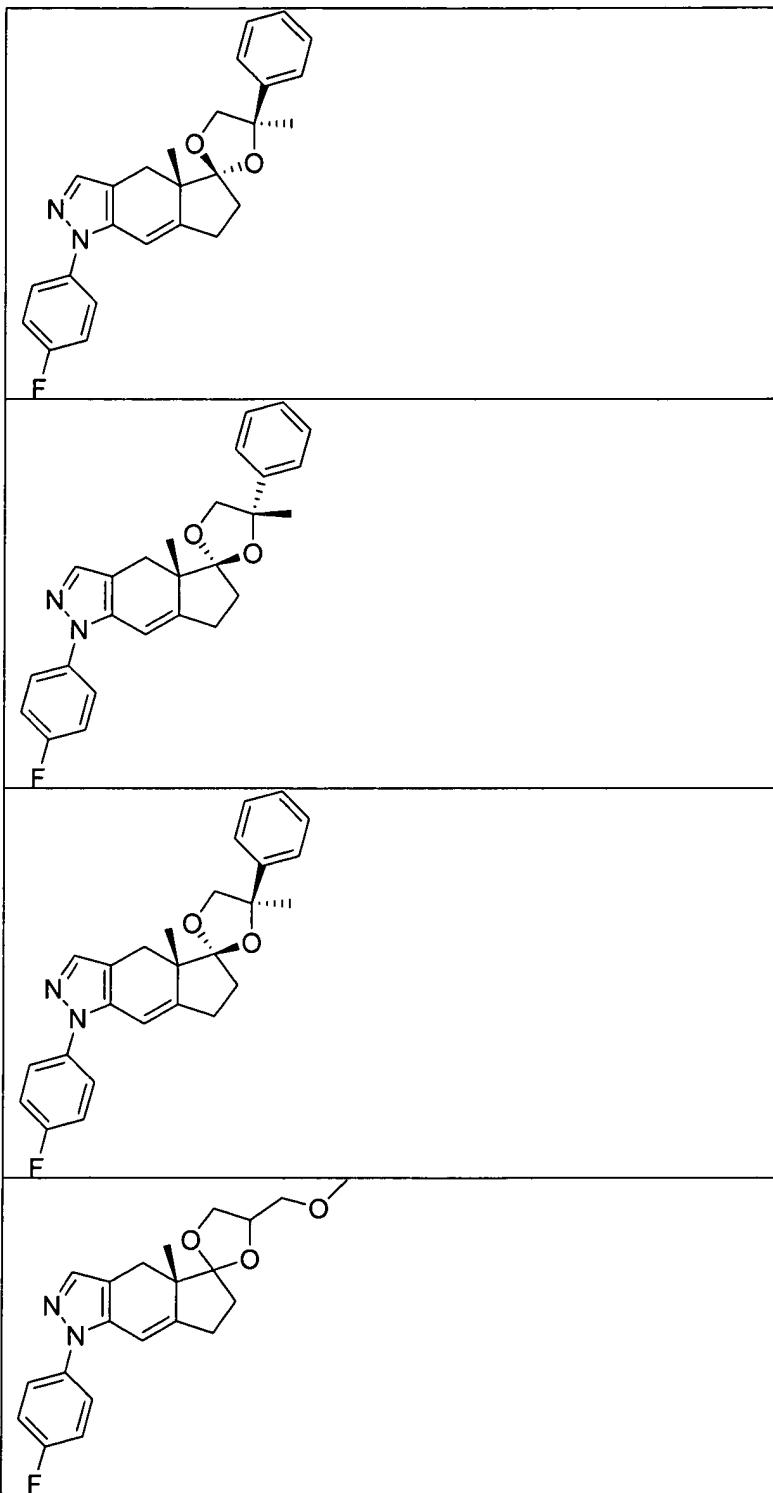


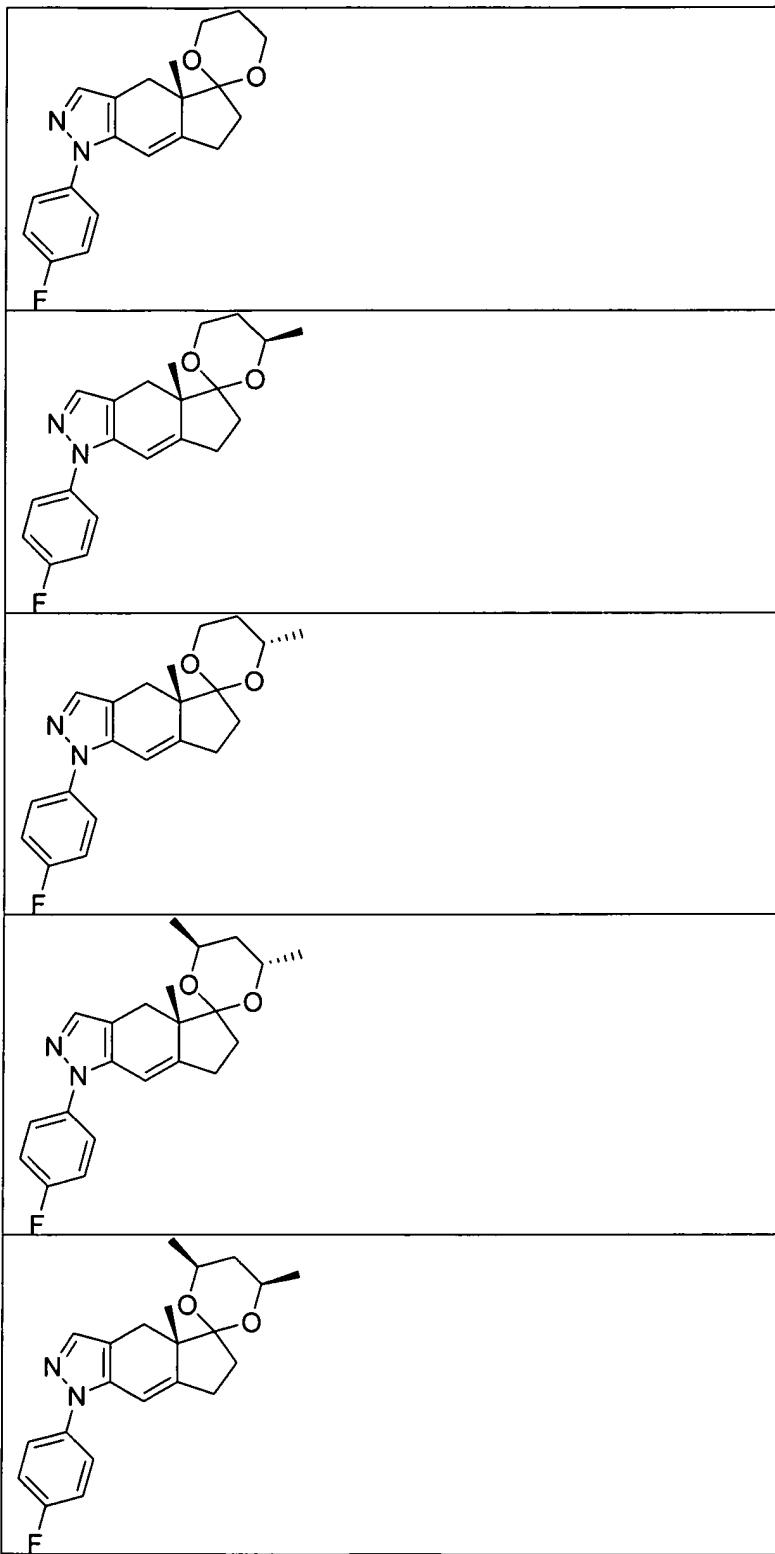


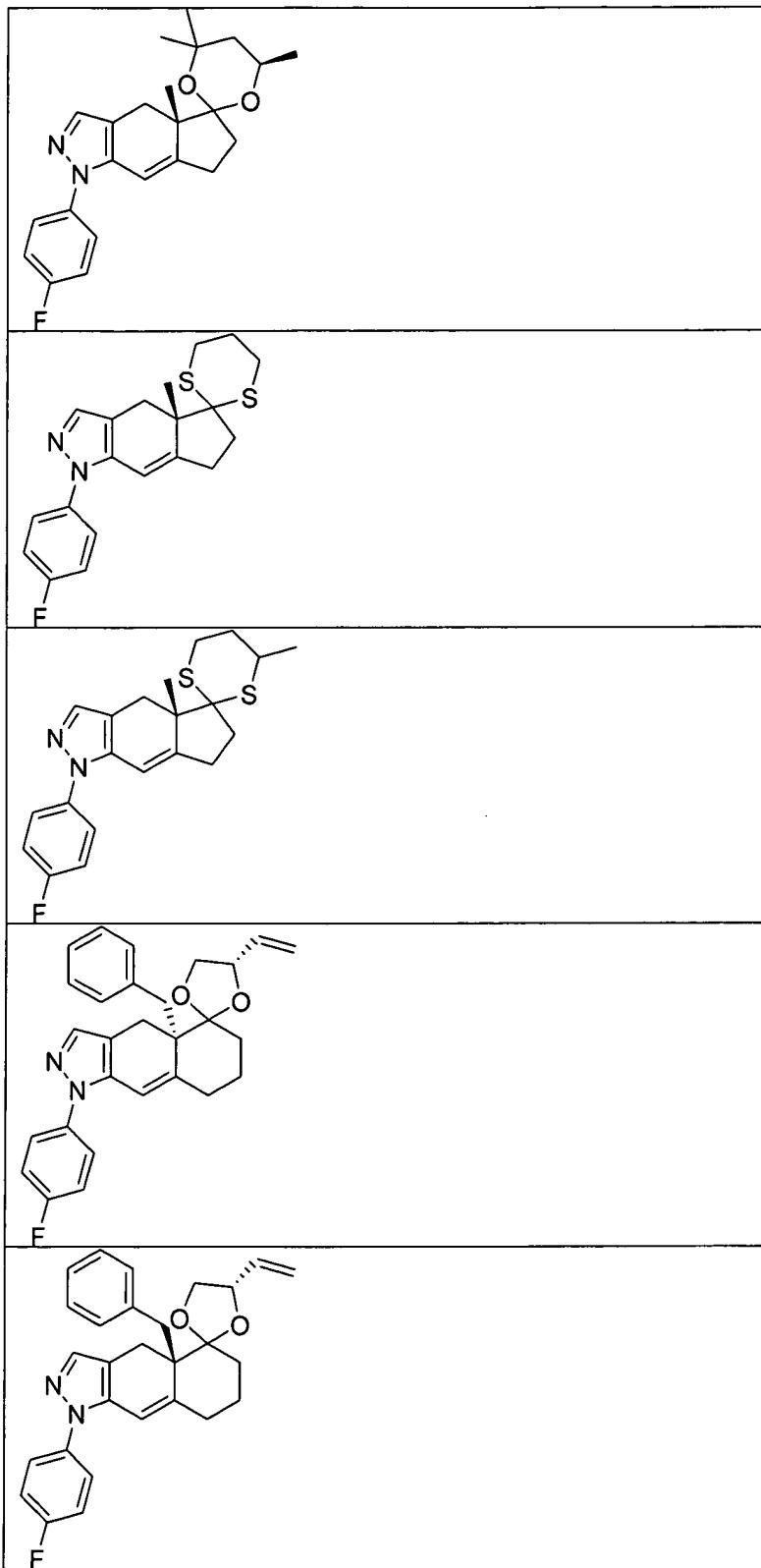


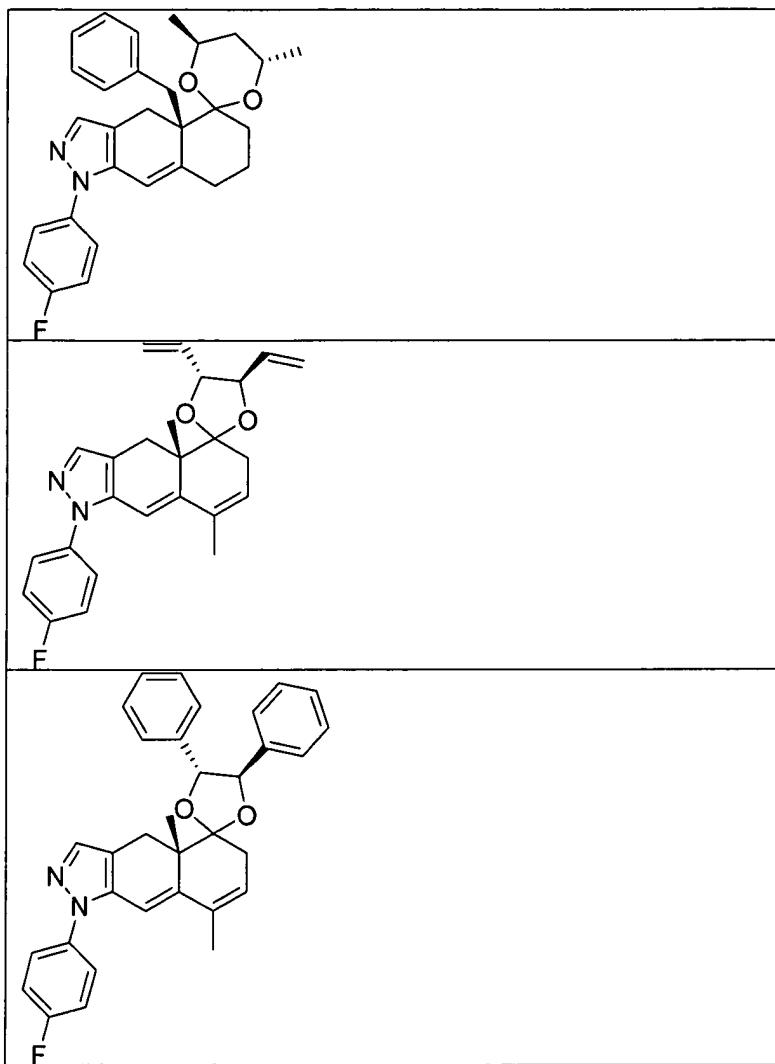












or a pharmaceutically acceptable salt of any of the foregoing compounds.

15 to 21. (Canceled)

22. (Previously Presented) A pharmaceutical composition comprising a compound according to claim 11 in combination with a pharmaceutically acceptable carrier.

23 to 29. (Canceled)